

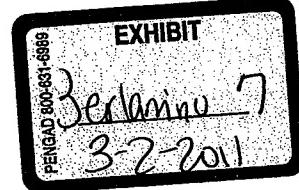
EXHIBIT D

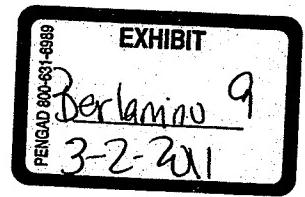
Berlaminio, Betty Ellen

11/2/08

Note to File.....

I met with Karen Scott on November 2 and informed her that, "Her job was in jeopardy" given the current results of the news department. We discussed the extremely low ratings on the 10pm news and I explained to her that there was no room for excuses and that in spite of the lead-in we expected to do a higher number and expected to be the #2 news at 10pm and not the #3 news. I also explained to her that news was operating in a negative deficit mode and projected to operate similarly next year given the dismal numbers. I told her that I thought our 10pm product lacked consistency and that some days it was quite good and other days it was not. I told her that while her job was not in jeopardy today, or in fact tomorrow, we needed to see an immediate correction in both the product and the numbers and needed to return to a profitable situation. I told her that she would be given time, but, not, all the time in the world. I suggested to her that she work for her to be sure that they are the right people to do the job. She said that she understood and that she would change her hours immediately and continue to look for changes and solutions to our product to orchestrate a quick turn around.





The ratings for the news are a deep cause for concern and the lack of viewers in both the morning and the evening are putting the News Department into a serious deficit mode. Unfortunately, this is not something that happened over night, but rather the ratings for our newscasts have been declining for over four years. Karen has not been proactive in responding to the ratings erosion and has not taken on the proper leadership role as the Department Head, to correct the situation. She has been continually asked to examine her staff both in front of and behind the camera to make sure that we have the best people available working for us. With the ratings in such severe decline, she is expected to be pro-active in her role, offer solutions, changes and be willing to honestly evaluate people and take on the task of corrective and disciplinary action that would be expected to result in a change of behavior and/or a dismissal. She has not done any of these things on a consistent basis, but rather, sporadically, and only when I continually and repeatedly coach her and/or simply tell her that my requests are no longer requests, but rather, "directives."

The first example, is an e-mail that we sent to Karen on November 15, 2004 (attached). In this memo I state that, "our news ratings are an immediate cause for concern. We've discussed our late news numbers and some strategies to turn them around but so far nothing has really changed." "If we don't turn the situation around quickly, we will be in jeopardy of retaining the same staffing levels and previously budgeted expenses for next year. In other words, we will have to initiate lay-offs and budget reductions." "Before you blame the LPM's, please consider both shows. Do you REALLY think that they are both as good and/or better than our competitors? Do we have THE RIGHT people in front of the camera? Do we have THE RIGHT people behind the camera? We've gone along with these failing numbers and all of the personnel have remained intact." Also, when I look at most of the files of the personnel behind the scenes, they basically have good reviews. However, if everyone was really working hard to that skill level, don't you think our numbers would be higher?" "However, we continue to lose ratings and viewers and yet be (sic) are not holding enough people accountable." "I really need your leadership and guidance in this crisis situation."

Karen's response to this memo was to 1. Upgrade our writers 2. Add a fourth reporter on the weekend (no estimated cost was supplied) 3. Add a 10a-6pm crew (her estimated cost of \$100k) 4. Add medical team (her estimated cost of \$300K) 5. Add a weather producer to the 10pm show (estimated cost of \$40K) 6. Add a planning Editor (estimated cost of \$50k) 7. Get a new set (no cost supplied) 8. Get new graphics (no cost supplied) 9. Upgrade LI and NJ for live shots 10. Consider a male anchor change

Her suggestion was to add personnel and approximately which would cost approximately \$700,000 per year when I was clear that revenue/cost was an issue. Additionally, there were no writers who were let go after this action plan to upgrade writers.

In February, 2005 I sent Karen a memo that addressed the declines in the morning news (at this time we were seeing improvement at 10pm). The last line in the first paragraph summed things up as follows." You're responsible for the news, so I'm asking you to please take a HARD LOOK at what we're doing and make some difficult decisions. Everyone's future is on the line here; I need you to take a leadership role here and get us back on track before it's too late."

On May 23, 2005 I sent Karen an e-mail stating that we needed to discuss Bob Pronovost, the Director of the 10pm News. I stated that, "there are apparently issues that continue to surface and we need to deal with them. Here's my issue, I believe that he is having a negative impact on the newscast and I am concerned about the overall performance of the late news." "We continue to lose money in the newscast with no real visible plan of improvement. For whatever reason (skill? Personality?), Bob does not garner the support of the staff and we need to look very closely at every negative element that involves news." This was after nine people went to HR to voice their concerns about Bob. This situation was also discussed with Mike Gano, the Engineering Director at the time, who concurred that Bob was a problem and an impediment to our telecast. Karen vehemently defended him; he remains here to this day as the late news

director and in my opinion (and several people who have voiced their concerns to me downstairs), is an impediment to the show because he does not have the skill to implement new directional changes.

On September 21, 2005 I sent Karen an e-mail that stated, "our news is actually losing money this year and projected to lose money next year if things don't turn around quickly." Therefore, it is imperative that we put on the highest quality product possible with the most skilled people in their respective positions. We can not afford to keep people that contribute to the negative perception and implementation of our product. Needless to say, the appeal of our in-air (sic) talent is crucial, as well as those behind the scenes. The producing, directing and writing are equally, if not even more important that (sic) the people delivering the message." "we really need to start making a difference in both shows."

I sent you an e-mail on September 26, 2005 as a follow-up to one of our strategy meetings, where I stated, "we talked about getting Kaitly and Jim into the field and either enterprise some stories and/or reporting on some big ones. I still haven't seen any evidence of this. Where does this initiative stand?" Karen followed up with a phone call and stated that we didn't have enough crews to do. We finally started to occasionally do this in 2009 and in my opinion, it works, and we should do more of it.

On October 20, 2005 I sent Karen an e-mail stating that, "I'm deeply concerned about the direction of the News At Ten." And I stated, "Karen, ultimately you're the one responsible for the look, the ROI and the ratings of the newscast. And while I understand that you want to give John, Tim and Lauren as much freedom as possible, you need to over-see both," but in the mean time, we are routinely being beaten by both UPN and FOX and we have to change our destiny before it's too late."

On October 28, 2005 I sent you an e-mail at 9:21am addressing the disappointing ratings from the 10pm show the previous night. I asked Karen to call because I stated in the e-mail, "I'd like to set up a meeting this afternoon to discuss the future." Karen did not respond to this e-mail on this date and I had to call her on Monday to follow-up.

On November 2, 2008 I met with Karen in my office. Here is the note that I put in the file..I met with Karen Scott on November 2 and informed her that "Her job was in jeopardy" given the current results of the news department. We discussed the extremely low ratings on the 10pm news and I explained to her that there was no room for excuses and that in spite of the lead-in we expected to do a higher number and expected to be the #2 news at 10pm and not the #3 news. I also explained to her that news was operating in a negative deficit mode and projected to operate similarly next year given the dismal numbers. I told her that while her job was not in jeopardy today, or in fact tomorrow, we needed to see an immediate correction in both the product and the numbers and needed to return to a profitable situation> I told her that she would be given time, but, not, all the time in the world. I suggested to her that she change her hours so that she is here throughout the late broadcast and that she re-examine all the people that are working for her to be sure that they are the right people to do the job. She said that she understood and that she would change her hours immediately and continue to look for changes and solutions to our product to orchestrate a quick turnaround.

On November 3, 2008 I sent an e-mail to Karen Scott and Noreen Lark regarding the weekend news numbers after a weekend where we had tremendous tune-out in our numbers and delivered a "0" in the last quarter hour of the Saturday telecast and a 0.1 in the Sunday telecast. It said the following, "people started watching, but then they tuned over to another station when they decided they didn't want to watch us anymore. We need to make these shows better so that we retain our audiences." "Please take a hard look at the product you're putting on the air and what causes people to tune-out."

On November 19, 2008 I sent Karen my first e-mail regarding my concerns about Tim Armstrong as the Executive Producer (though we had already had several discussions about him). I stated, "We need to discuss a change at 10pm. While I really like Tim, the numbers are simply working against him. I'm afraid that we need to take these numbers seriously and move in a different direction."

On December 30, 2008 I sent Karen another e-mail regarding Tim Armstrong and it was titled, "we seriously need to talk about Tim." There was a protest right outside our building, I asked him if he was going to film it, he said no and I literally MADE him go outside and do it. He stated that, "everyone was busy." He finally decided to send Peter (who did a great job) after we disagreed for several minutes. I stated in the e-mail that Tim "is not aggressive enough to win this war for us."

Karen did not move on Tim's dismissal until April 27, 2009 when I basically "demanded" that she do so. AT the point that Tim was dismissed, the news was delivering a 0.3 RA25-54.

On December 1, 2008 I sent a breakout of the November Late News ratings to Karen, John Houseman and Tim Armstrong, where we lost 42% of our ratings in A25-54 and finished behind WWOR in last place. My final words on that memo were, "Please let me know how you plan to change this devastating slide around."

On December 1, 2008 I sent a breakout of the November Morning News ratings to Karen, John Houseman and Amy Growick, where we lost 60% of our A25-54 ratings at 430am, 40% at 5am, 37% at 6am and 33% at 7am. I commented as follows, "Needless to say, this is devastating. I look forward to your "game plan" and your thoughts and ideas about what you're going to do going forward."

On December 12, 2008 I sent an e-mail to Karen, John Houseman and Tim Armstrong regarding the dismal performance of the previous evening's newscast. I also reminded them that WWOR beat us in November and they were in the process of killing us in December. In the memo I stated, "Let me be blunt...we are running out of time."

On February 17, 2009 I sent an e-mail to Karen and John Seminario with the subject being: Growing our 10pm News Product It stated, "It is IMPERITIVE that we GROW our 10pm news product. We need to focus on growing our revenue as well as our AUR and can not accomplish this until we grow ratings." It went on to address the unacceptable level of technical errors in the 10pm show and stated that, "Every time human error is to blame for a problem, the person committing the error must be written up immediately." "We are on a quest to grow our ratings, increase our revenue and employ the best people possible who take pride in their work." If there are people that need additional training, we will train them. If however, they have been properly trained and are still making mistakes, we need to communicate that this is unacceptable. This way we will either make an effort to improve, or we will take the necessary steps to replace them."

On March 3, 2009 I sent an e-mail to Karen, John Houseman, Amy Growick, Tim Armstrong and John Seminario with the subject: Being The Best. It said, "I am asking each of you to challenge yourselves and the people that report to you to RISE TO THE NEXT LEVEL. This means that breaking news must be covered thoroughly and immediately. This means that every map, graphic and crawl must be correct in both the information and the spelling. This means that technical errors must be avoided at all costs and all live shots must be in HD* You need to make sure that you have a staff that supports the goals and missions of the station, which is simply to GROW NEWS NUMBERS AND COMPETE ON A MUST HIGHER LEVEL THAN WE HAVE IN THE PAST...if you don't have people that either support this mission and/or are capable of supporting it (because of skill levels), then it is your job to manage them out and get the appropriate people here to support our quest to be the best. PLEASE, I can't stress this enough...we (including myself) are being held accountable (as we should)...."

On March 11, 2009 I sent Karen, John Houseman, Amy and Tim Armstrong an e-mail that stating, "I would like to start producing a weekly (I believe that is should eventually be daily) Dr. Steve medical report to start airing in the 10pm news" "You guys need to decide how...who...when you want to get it done, but I'd like to start doing this sooner rather than later." Nothing was done at the time and Wil Surrat, the new EP at 10pm has started to work with Amy (after I spoke directly to him) to get these medical segments done and they are now airing on a quasi-regular basis.

On June 24, 2009 Karen was asked to write a letter to Kaity Tong regarding the short term renewal that we were offering her on her contract. Kaity was already on a limited, six month renewal because we were in the process of conducting research to ascertain how the market views all of our talent as well as the other 10pm news talent. When Karen gave her the first six-month contract, she did not explain to Kaity that her renewal was going to be short term because the ratings were very low, we were going to evaluate the product, including her on-air performance and conduct some market research. She instead told Kaity her first short term renewal was because the company was in bankruptcy. At no time was she told to say this as this was not the reason for her short term renewal. After conducting market-wide research, we learned that Kaity did not resonate as well as other 10pm talent in the market and finished very low on the evaluation. After learning, however from Karen herself that Kaity was not given the proper explanation for her short term renewal previously, we decided to offer her another short-term, six-month contract. Karen was asked to write the performance letter that would accompany the contract. The letter was so poorly written that the meeting scheduled for that day had to be cancelled so that HR could re-write the letter.

Most recently, there have been huge issues in morning news regarding the leadership skills and ability of Amy Growick, the morning news producer. I was not made aware of how bad the situation was, how unhappy people were and the alleged lack of leadership and professionalism that was growing amongst the morning news staff. As the news director, I expected Karen to inform me of what was going on before it became a huge HR issue and before five people went to HR to complain about Amy's lack of leadership and professionalism. On July 30th I received an e-mail from Emily Francès, the morning entertainment reporter regarding an incident that had happened between herself and the EP. The e-mail was addressed to Karen Scott and Jean Maye and Emily forwarded it to me. It made some strong allegations about Amy's lack of leadership skills. I immediately asked Karen how she had followed up on the incident. She talked to Amy and gave me a write up the next day on Amy's version of the incident. I was surprised, however that she hadn't immediately pulled both of them into her office together and confronted the situation. In the mean time, Emily had come to my office two other times to further discuss the situation that seemed to be deteriorating downstairs. At the same time I learned of a situation that was escalating between Amy and John Muller. I had to instruct Karen to bring them both into her office and mediate the situation. On August 4, 2009 I sent Karen an e-mail that stated, "You have an obvious situation developing in your department between Amy and Emily which you will need to get a handle on." "It is now time for you to step in and take control of the situation." We are basically delivering a 0.4 demo rating, so the lack of professionalism needs to cease immediately and you will need to unite the troops down there in a true team effort to improve the show and bring in more viewers."

On August 7, Jean Maye met with Karen, Amy and Emily for a mediation and coaching session. One of the issues that came to light was that Emily went to Karen on several occasions regarding her concerns, Karen agreed that she did come to her and Karen stated that she just thought the situation would get better.

In conclusion, in the most recent ratings sweep, we delivered a 0.5 RA25-54 in the late news and averaged a 0.4 in the morning news. Karen has repeatedly been warned that her performance is not up to par and she and I had a conversation (outlined above) in November where I told her that her job is jeopardy. She is not a pro-active manager. She seldom comes to me with thoughts and ideas for change unless I push her to do so. She has not build a support staff that appears

capable of growing the product and reversing the ratings slide. She seldom "rocks the boat," which is a fine management style of you are delivering ratings and revenue.

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WPIX000336

Page 1 of 2

REDACTED

**Myrna Ramirez | VP/Human Resources | Tribune Broadcasting
Phone: 312/222-4472 | Fax: 312/527-8556**

From: Berlamino, Betty Ellen
Sent: Wednesday, June 17, 2009 11:32 AM
To: Ramirez, Myrna
Subject: FW: PLEASE READ...IMPORTANT...ATTORNEY/CLIENT PRIVELEDGE

From: Berlamino, Betty Ellen
Sent: Thursday, June 11, 2009 12:14 PM
To: Wilson, Ed; Charlier, Steve
Subject: PLEASE READ...IMPORTANT...ATTORNEY/CLIENT PRIVELEDGE

ATTORNEY/CLIENT PRIVELEGED INFORMATION

I am a huge supporter of research, and certainly appreciate the fact that we were able to spend money gathering information that will help us make some future decisions....BUT, before we make some drastic changes, I think we need to closer look at some of the research because, in my opinion, a lot of it is ambiguous.....

Since they weren't able to get a truly representative sample, a lot of the information was weighted (part of the problem we have with Nielsen).....

-82% of the respondents (un-weighted) were 35-54 and only 18% were 25-34... Not ideal...
-18% of the persons interviewed were African American, yet 31% of the total 10pm market news audience is AA... Not ideal...
-49% of the people interviewed are regular FOX5 10pm news viewers, 10% are PIX viewers and 6% are WWOR 10pm!.... Not ideal....

I tried to dissect everything in a more simplistic form.....

Popularity among the PIX VIEWERS:

- Mr G. "280"
- Jim Watkins "256"
- Kaitly Tong "255"
- Howard Thompson "211"

NOTE: Jim & Kaitly are in a virtual tie amongst our viewers

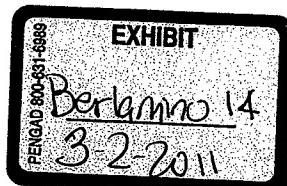
Popularity among WWOR VIEWERS:

- Mr G "279"
- Howard Thompson "288"
- Kaitly Tong "227"
- Jim Watkins "192"

NOTE: This MAY be particularly important IF the rumor is true that FOX is moving this news to 11pm!!!! These

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WPIX000478



viewers MAY be up for grabs!

Popularity among FOX5 VIEWERS:

- Mr G "186"
- Howard Thompson "163"
- Jim Watkins "157"
- Kaity Tong "139"

Popularity among AFRICAN AMERICAN VIEWERS:

- Mr G "244"
- Kaity Tong "234"
- Howard Thompson "227"
- Jim Watkins "207"

Now....the tougher part that I think could be an issue.....

Layoffs/job-eliminations of on-air talent in the past year:

Glen Thompson	W/M	40+
Sal Marchiano	W/M	40+
Cathy Hobbs	B/F	40+
Vanessa Tyler	B/F	40+

Slated for elimination: Larry Hoff W/M 40+

(Plus, Mary Murphy W/F 40+ was downgraded)

Now, we all know that these changes were solely based on performance, but I am simply relaying the facts under the attorney/client privileged information allowance.....

MY SUGGESTION?????????????????????????????????????

- Let's let **WE FIX THE SHOW** first....stacking, story selection, reporter presentation, writing, teases, etc..... IN MY EXPERIENCE, this IS THE MOST IMPORTANT THING WE COULD DO.....and the single most important factor in attracting viewers
- Let's change our promotion immediately...let's get the anchors OUT of the promos and let's a DO A MR. G promo and beef up our HMH promos...let's buy some regional cable and promote to certain areas and zip codes....
- Let's extend Kaity's contract until the end of the year at a \$350-\$375 level and tell her that she doesn't test particularly well in the research, but we're going to let the show breath until the end of the year and if things don't dramatically improve, we are going to go in a different direction....
- If WWOR moves to 11pm, she MAY be an asset for us (at least according to the research)
- We reduce our costs immediately
- We let her leave with grace and dignity
- we are honest and upfront
- We give ourselves time to identify our future prospects...if we think we've found "nirvana," we make a move faster and pay out Kaity's contract
- We are not reactionary, but rather, we give ourselves time to get it ALL right!
- BTW...both Marvel and John are under 40 and so is Jackie Hyland

No need to fire off an e-mail blasting me...a productive discussion would be appreciated....whether you agree with me or not, I am simply doing what I perceive to be my job and operating in the best interest of WPIX and Tribune.....therefore, I hope you see "the above" as it is intended to be presented.....

EXHIBIT
BERTAMINO
34 FOR ID
5/5/11 Dm
PENGAD 800-861-6869

From: Ramirez, Myrna
To: Berlamin, Betty Ellen
Sent: 8/24/2009 1:50:36 PM
Subject: First crack at a script for Karen
Attachments: Scott, K. Term Script.doc

Betty Ellen,

Attached is a suggested script for Karen. I have the separation agreement as well. I'll send that later. Let's chat when you can. I'm in Chicago.

Myrna Ramirez | VP/Human Resources | Tribune Broadcasting
Phone: 312/222-4472 | Fax: 312/527-8556

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WPIX004720

Script for termination meeting with Karen

- Karen, this is an extraordinarily difficult conversation for me to have you. We have worked together for many years and you know I value you as a friend and colleague. But, I think you know why we're having this conversation.
- Our ratings have continued to deteriorate with no end in sight. This hasn't happened overnight, but over time, and as you and I have discussed many times, ultimately, you are responsible for the look, the ROI and the ratings of the newscast.
- And today, given the economy and the challenges our industry faces, I can no longer sit back and let the slide continue.
- I have dreaded having this conversation with you, but it's not the first, although it is the hardest.

■ I have spoken to you time and time again about being more responsive, more proactive, etc. ■

REDACTED

- For all these reasons I've decided that it's time for us to part ways, and that I have no choice but to terminate your employment.
- Nevertheless, in recognition of your long service here, we want to publicly take the position, if asked, that you voluntarily resigned/retired for personal reasons, as long as you're ok with this, and we'd like to offer you the severance package authorized by the bankruptcy court. [hand her the agreement and any other documentation] You will see the package gives you X weeks in salary and benefit continuation, and that as drafted, it states that your termination is really a resignation. It allows you 21 days from today to think it over.
- We were thinking that your actual last day worked would be [redacted] as this will give you time to wrap things up and have a proper goodbye, since everyone here will miss you, including me. I know this is a lot to digest, so why don't you take this package home with you tonight and let me know tomorrow if you are ok with calling this a resignation or retirement publicly.
- If you are, please just be mindful of the fact that this Agreement requires that you do not talk about it or its contents with anyone (except of course your immediate family and attorney) and do not publicly speak about the Station in a "disparaging" way while you are considering whether or not to sign it.
- I'm sure you have questions, and if I can't answer them, I will get the answers for you.

9/4

Script for termination meeting with Karen

- Karen, this is an extraordinarily difficult conversation for me to have you. We have worked together for many years and you know I value you as a friend and colleague. But, I think you know why we're having this conversation.
- Our ratings have continued to deteriorate with no end in sight. This hasn't happened overnight, but over time, and as you and I have discussed many times, ultimately, you are responsible for the look, the ROI and the ratings of the newscast.
- And today, given the economy and the challenges our industry faces, I can no longer sit back and let the slide continue.
- I have dreaded having this conversation with you, but it's not the first, although it is the hardest.
- I have spoken to you time and time again about being more responsive, more proactive, etc. [Betty Eilen -

REDACTED

- For all these reasons I've decided that it's time for us to part ways, and that I have no choice but to terminate your employment.

Nevertheless, in recognition of your long service here, we want to publicly take the position, if asked, that you voluntarily resigned/retired for personal reasons, as long as you're ok with this, and we'd like to offer you the severance package authorized by the bankruptcy court. [hand her the agreement and any other documentation] You will see the package gives you 21 weeks in salary and benefit continuation, and that as drafted, it states that your termination is really a resignation. It allows you 21 days from today to think it over.

We were thinking that you actual last day worked would be [date], as this will give you time to wrap things up and have a proper goodbye, since everyone here will miss you, including me. I know this is a lot to digest, so why don't you take this package home with you tonight and let me know tomorrow if you are ok with calling this a resignation or retirement publicly.

- If you are, please just be mindful of the fact that this Agreement requires that you do not talk about it or its contents with anyone (except of course your immediate family and attorney) and do not publicly speak about the Station in a "disparaging" way while you are considering whether or not to sign it.
- I'm sure you have questions, and if I can't answer them, I will get the answers for you.

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WPIX004722

EXHIBIT E

Page 1

1
2 UNITED STATES DISTRICT COURT
3 SOUTHERN DISTRICT OF NEW YORK
4 10-CIV-4622 (WHP)

5 -----x

6 KAREN SCOTT,

7 Plaintiff,

8 vs.

9 WPIX, INC.,

10 Defendant.

-----x

11

12

March 24, 2011

13

5:55 p.m.

14

15 Videotaped Deposition of JEAN MAYE,
16 held at the offices of Haynes and Boone, LLP, 30
17 Rockefeller Plaza, New York, New York, before
18 Francine Sky, a Notary Public of the State of New
19 York.

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Page 7

1 Jean Maye
 2 Q. Yes.
 3 A. 450 33rd Street.
 4 Q. Is that in New York?
 5 A. It is.
 6 Q. How long have you been employed by
 7 the Associated Press?
 8 A. Nine days.
 9 Q. What position do you have with the
 10 Associated Press?
 11 A. Director of Human Resources.
 12 Q. Prior to being employed by
 13 Associated Press, who was your employer?
 14 A. WPIX Tribune.
 15 Q. How long were you employed by WPIX?
 16 A. 8-1/2 years.
 17 Q. Can you give me the approximate
 18 dates of your employment with WPIX?
 19 A. February 22, 2002, to June 22nd or
 20 23rd of 2010.
 21 Q. Was your employer WPIX or the
 22 Tribune?
 23 A. The parent company is Tribune. The
 24 business unit is WPIX.
 25 Q. You were actually employed by WPIX;

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Page 15

1 Jean Maye
 2 Department at WPIX and the Human Resources
 3 Department at the Tribune?
 4 A. They were a corporate resource, so,
 5 you know, if I needed information on benefits I
 6 call the Benefits Department, if I needed --
 7 pretty much that was it. From a satellite
 8 office, if I worked with Tribune Corporate
 9 Human Resources, if you will, it would be more
 10 on benefits. I mean, or compensation or
 11 attorneys, but those were pretty much the only
 12 divisions.
 13 Q. Did the Tribune get involved in
 14 employee matters on the WPIX level?
 15 A. Did they get involved?
 16 Q. Correct. If you had an employee
 17 that was either being terminated or being
 18 hired, would you have to go to the Tribune and
 19 talk to them about that issue?
 20 A. I wouldn't necessarily have to talk
 21 to them -- it's a couple of different questions
 22 you're asking. If it was -- let's say if it
 23 was a high level, because I had a dotted line
 24 relationship to the head of HR for
 25 Broadcasting.

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Page 16

1 Jean Maye
 2 Q. I'm sorry, who was that?
 3 A. Myrna Ramirez. So as an FYI, I
 4 might say, you know, This person is being
 5 terminated, whatever. It wasn't necessarily a
 6 mandate, just as an FYI.
 7 So in terms of -- the only other
 8 thing we had to go through on hiring freezes, if
 9 we wanted to hire someone when a freeze was in
 10 place, we would fill out forms and it had to be
 11 approved through corporate HR?
 12 Q. When, if at all, did the Tribune
 13 Human Resources Department get involved in WPIX
 14 employee matters?
 15 A. You know, again, you know, if it was
 16 a high level kind of situation. But, you know,
 17 I was the head of HR for WPIX. I managed Human
 18 Resources for the staff, so corporate HR didn't
 19 have responsibility necessarily to manage Human
 20 Resources at WPIX.
 21 Q. Were there ever occasions where the
 22 Tribune HR Department got involved in WPIX
 23 employee matters without your involvement?
 24 A. Well, I guess, you know, outside of
 25 the situation with Karen.

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Page 23

1 Jean Maye
 2 instances?
 3 A. You know, we would have talent or --
 4 specific example is a talent in an executive
 5 producer employee relations issues. You know,
 6 work flow, interpersonal issues, one of the
 7 parties saying they went to Karen to resolve it
 8 and it didn't get resolved, so they escalated it
 9 to Human Resources.
 10 Q. Do you recall how many employees
 11 were under Karen's supervision?
 12 A. I don't have those rosters.
 13 Q. Can you give me a rough estimate?
 14 A. A hundred.
 15 Q. Would it surprise you if it was 150
 16 to 200 people?
 17 A. Probably over the 8-1/2 years I was
 18 there, sure. The company went through several
 19 downsizes.
 20 Q. I'm talking about at any one time
 21 how many employees do you recall Karen having
 22 supervisory responsibility over?
 23 A. Again, you're asking me to guess and
 24 I'm not comfortable with guessing.
 25 Q. But it was more than a hundred or

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1 Jean Maye
 2 between August 26, 2009, and the date she
 3 actually left the offices?
 4 A. I don't recall.
 5 Q. Did you speak with Ms. Berlamino on
 6 August 26, 2009, about Karen's termination?
 7 A. I'm sure I did. I can't remember
 8 the contents, but I'm sure I did.
 9 Q. Do you recall any specific
 10 conversation that you had with Ms. Berlamino
 11 about Ms. Scott's termination?
 12 A. I can't recall the conversation. I
 13 mean, I was shocked, so I'm sure I probably
 14 said something like, Oh, my gosh, what happened
 15 or something.
 16 But I cannot recall it all for you
 17 what the conversation was.
 18 Q. Prior to the time that Ms. Ramirez
 19 advised you that Ms. Scott was being
 20 terminated, did it ever come to your attention
 21 that Ms. Scott was -- strike that.
 22 Prior to the time that Ms. Ramirez
 23 told you that Ms. Scott was being terminated,
 24 did it ever come to your attention that
 25 Ms. Scott's job may be in jeopardy?

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1 Jean Maye
 2 A. I think it was implied, but, you
 3 know -- I think it was implied, I think
 4 frustration was implied.
 5 Q. I'm talking about before that date,
 6 August 26, 2009, did anyone ever tell you that
 7 Ms. Scott may be terminated?
 8 A. In those words, no.
 9 Q. Did anybody ever tell you before
 10 August 26, 2009, that Ms. Scott's job status is
 11 in peril or is in jeopardy?
 12 A. Anybody ever tell me that? Again, I
 13 think it was implied. I just can't remember if
 14 someone said those exact words that you just
 15 mentioned.
 16 Q. Or words to that effect, did
 17 anybody ever tell you words similar to the fact,
 18 before August 26, 2009, that Karen Scott may be
 19 fired or she may lose her job?
 20 A. I don't recall.
 21 Q. And when you say it was implied,
 22 tell me what you mean by that, how was it
 23 implied?
 24 A. I think it was implied just by the
 25 frustration of the numbers, you know, the

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1 Jean Maye
 2 ratings and, you know, just not being able to
 3 turn around that News product.
 4 Q. For what period of time do you
 5 recall there being a frustration about the
 6 ratings?
 7 A. I mean, it was frustrating for a
 8 while because the numbers were low. But I think
 9 -- you know, I guess -- so if Karen was
 10 terminated in August, I would say the
 11 frustrations really started heating up, I don't
 12 know, maybe -- maybe the spring, maybe the end
 13 of the winter/spring.
 14 Q. Of 2009?
 15 A. Was that the year that she was
 16 terminated?
 17 Q. She was terminated August 26, 2009.
 18 A. Yeah, so again, this is all
 19 guesstimate.
 20 Q. Were you involved in the meetings
 21 where promotional efforts for the News were
 22 discussed?
 23 A. Promotional efforts?
 24 Q. Promotional. I'm sorry, I have a
 25 cold. My words are getting lost.

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1 Jean Maye
 2 distribution list with respect to ratings?
 3 A. No.
 4 Q. Do you know why you received this
 5 document?
 6 A. Well, yeah, because, again, we
 7 would get ratings -- what I was talking to you
 8 about was daily ratings. As you can see, my
 9 name is here so -- for the most part, the
 10 people that get daily ratings would get this
 11 kind of an analysis.
 12 Q. Got you. Basically, any sort of
 13 summary or other item that Mr. Schussel or his
 14 department was putting up about ratings you
 15 would be on the distribution list for?
 16 A. Yes.
 17 Q. To the best you can recall, how did
 18 it come to your attention, aside from looking
 19 at the daily or weekly ratings reports, that
 20 there was a growing frustration with ratings?
 21 A. Again, on our weekly staff meetings,
 22 we discussed ratings.
 23 Q. Overall, what was your opinion of
 24 Karen Scott's job performance?
 25 MS. CABRERA: Objection.

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1 Jean Maye
 2 You can answer.
 3 A. My opinion mirrors the list that I
 4 gave you in the beginning of the deposition.
 5 Q. Well, I think the list you gave me
 6 were issues that came to your attention
 7 regarding her performance. But I'm talking
 8 about overall, do you feel she did a good job
 9 as a News Director, bad job, no opinion
 10 whatsoever?
 11 A. My opinion mirrors the list I gave
 12 you.
 13 Q. Again, that list was not your
 14 opinion, that list were issues that came to your
 15 attention regarding her performance. I'm asking
 16 overall --
 17 A. And I agree. I agree.
 18 Q. Do you feel that overall she did a
 19 good job as News Director, a bad job, you don't
 20 have any opinion?
 21 A. I don't have an opinion.
 22 Q. Did people respect Karen?
 23 MS. CABRERA: Objection.
 24 You can answer.
 25 A. I think with any organization, I

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1 Jean Maye
 2 it.
 3 (Witness reviews document.)
 4 A. I'm finished.
 5 Q. Do you know what the Edward R.
 6 Murrow Award is?
 7 A. Yes.
 8 Q. To your understanding, what's that
 9 award?
 10 A. Awards that's given out in the
 11 broadcasting industry for excellence in
 12 broadcasting.
 13 Q. In general, did Ms. Berlamino place
 14 any importance on the News Division receiving
 15 awards?
 16 MS. CABRERA: Objection.
 17 You can answer.
 18 A. I mean, you know, it was good, it
 19 was nice, it was a motivator, but it wasn't a
 20 driving factor that we have to go get awards.
 21 So no, I mean, it wasn't a driving force to our
 22 business.
 23 Q. Did you agree with Ms. Berlamino's
 24 assessment that this award was the most
 25 prestigious award in journalism?

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1 Jean Maye
 2 Q. And were you given, aside from the
 3 Separation Agreement, any documents in
 4 connection with Ms. Scott's termination?
 5 A. No.
 6 Q. At any point did Ms. Berlamino tell
 7 you when the decision to terminate Ms. Scott had
 8 been made?
 9 A. Could you repeat that?
 10 (The record was read.)
 11 A. No.
 12 Q. At any point before August 26, 2009,
 13 did you personally have any opinion that
 14 Ms. Scott was going to be terminated?
 15 A. At any time during 2009?
 16 MR. RUBINSTEIN: Fran, could you
 17 please read back the question.
 18 (The record was read.)
 19 A. I had an opinion that the new
 20 leadership that came in, perhaps, wasn't, you
 21 know, very pleased.
 22 Q. When did new leadership come in?
 23 A. I think probably sometime in 2008 is
 24 when -- don't ask me when. I have no idea.
 25 Q. When you say they weren't pleased,

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1 Jean Maye
 2 with Ms. Scott or things in general?
 3 A. Both.
 4 Q. And why did you have the opinion
 5 they weren't pleased with Ms. Scott?
 6 A. Just sort of analysis of, you know,
 7 that was done, and questions that were asked,
 8 and, you know, the time spent, you know, at the
 9 Business Unit.
 10 Q. And can you tell me what questions
 11 that were asked in particular you're referring
 12 to?
 13 A. I remember being at a -- we were in
 14 negotiations, union negotiations, and I just
 15 remember someone asking Karen about the contract
 16 and asking Karen about work practices and, you
 17 know, just sort of lots of questions, and just,
 18 you know, not necessarily receiving a detailed
 19 or career kind of an answer.
 20 And in my opinion, it just seemed --
 21 it was just frustrating.
 22 Q. Anything else you can recall that
 23 led you to form an opinion that the new
 24 management was looking to make changes?
 25 A. Well, changes were being made all

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1 Jean Maye
2 A. Just what I've just shared with
3 you.
4 Q. Were you ever asked to review
5 Karen's personnel file in connection with her
6 termination?
7 A. Was I ever asked?
8 Q. Yes.
9 A. No.
10 Q. To the best of your recollection,
11 was there anything in Karen's personnel file
12 that reflected negatively on her performance?
13 A. In my 8-1/2 years, no.
14 Q. Are you familiar with Performance
15 Improvement Plans?
16 A. I am.
17 Q. And tell me what your understanding
18 of the Performance Improvement Plan is?
19 A. That an employee is given an outline
20 of the things they're not doing, that's then
21 detailed about what needs to be done to improve
22 their time, improve their performance and/or
23 behavior, and they have a time period in which
24 to do so.
25 Q. Do you know if any Performance

1 Jean Maye
2 Q. So you don't know what this sentence
3 refers to?
4 A. I don't.
5 Q. You can put it away.
6 While you were Director of Human
7 Resources did anybody ever make any complaints
8 to you about Ms. Berlmino's conduct?
9 A. No.
10 Q. While you were the Director of Human
11 Resources at WPIX, did anyone ever tell you
12 that Ms. Berlmino made inappropriate comments
13 about people's age?
14 A. No.
15 Q. While you were with WPIX, did
16 anybody ever remark to you that they had issues
17 with Bill Carey's conduct?
18 A. Yes.
19 Q. Tell me who lodged any complaints
20 with you about Mr. Carey's conduct?
21 A. Emily Francis.
22 Q. Anyone else?
23 A. Who lodged a complaint to me?
24 Q. About Mr. Carey's conduct.
25 A. She was the only one that came to

EXHIBIT F

Page 1

IN THE UNITED STATES DISTRICT COURT

SOUTHERN DISTRICT OF NEW YORK.

KAREN SCOTT,)
Plaintiff,)
Vs.) No. 10 CV 4622
WPIX, INC.,)
Defendants.)

The discovery deposition of STEVEN CHARLIER, taken in the above-entitled cause, before Angela C. Loisi, a notary public of Cook County, Illinois, on the 29th day of March, 2011, at the hour of 11:02 at 321 North Clark Street, Suite 800, Chicago, Illinois, pursuant to notice.

(Proceedings ended at
1:15 p.m.)

Reported by: Angela C. Loisi, CSR, RPR

License No: 084-004571

<p style="text-align: right;">Page 6</p> <p>1 A. Correct.</p> <p>2 Q. Is that a uni- -- Tribune Broadcasting?</p> <p>3 A. It's not.</p> <p>4 Q. Do you know who owns Local TV, LLC?</p> <p>5 A. Oak Hill Capital Partners.</p> <p>6 Q. What, if any, affiliation is there</p> <p>7 between Local TV, LLC and Tribune Broadcasting?</p> <p>8 A. There's a management services agreement</p> <p>9 to share my job duties.</p> <p>10 Q. Do you have a separate title with Local</p> <p>11 TV, LLC?</p> <p>12 A. Same.</p> <p>13 Q. And how long have you been the senior</p> <p>14 vice president of news operations?</p> <p>15 A. Roughly three years and two months.</p> <p>16 Q. So you began, if my math is correct,</p> <p>17 sometime in early 2008?</p> <p>18 A. Correct.</p> <p>19 Q. And what, if any, employment did you</p> <p>20 have before that time?</p> <p>21 A. I was the VP of news and operations for</p> <p>22 KOVRKMAX in Sacramento.</p> <p>23 Q. And how long did you hold that position?</p> <p>24 A. Three years, roughly three years.</p>	
	<p style="text-align: right;">Page 9</p> <p>1 Q. And where?</p> <p>2 A. Several freelance TV positions.</p> <p>3 Q. And what's the --</p> <p>4 A. All over the country.</p> <p>5 Q. For how long did you do freelance work?</p> <p>6 A. Off and on through college, roughly</p> <p>7 three and a half years.</p> <p>8 Q. Where did you attend college?</p> <p>9 A. University of Iowa.</p> <p>10 Q. And did you graduate?</p> <p>11 A. Yes.</p> <p>12 Q. In what year?</p> <p>13 A. '92.</p> <p>14 Q. What was your degree?</p> <p>15 A. Broadcast communications.</p> <p>16 Q. Can you describe for me what your duties</p> <p>17 are as a senior vice president of news and</p> <p>18 operations for the Tribune?</p> <p>19 A. I work with -- between the -- with</p> <p>20 Tribune, I work with all of their television</p> <p>21 stations affiliations, with an emphasis on news,</p> <p>22 growing news ratings, finding operational</p> <p>23 efficiency.</p> <p>24 I am responsible for writings growth,</p>

<p style="text-align: center;">Page 10</p> <p>1 and partially responsible for making sure we 2 stay on the air and providing good product. 3 Q. In 2008 approximately, or if you know 4 the exact number, how many TV stations were you 5 responsible for? 6 A. Roughly 42 call letters total between 7 the two companies. 8 Q. Explain to me what a call letter is. 9 A. KOVRK max is a call letter, so those 10 would be two. So the call letter is assigned to 11 each transmitter. 12 Q. So when you say call letter, do you mean 13 individual station? 14 A. Individual stations with separate 15 transmitters, yeah. Some are duopoly, so they 16 might be in the same facility or building, but 17 they are separate stations with separate 18 product. 19 Q. So approximately 42 stations? 20 A. Yes. 21 Q. And currently how many stations are you 22 responsible for? 23 A. I believe it's the same. 24 Q. Was WPX one of those stations you had</p>	<p style="text-align: center;">Page 11</p> <p>1 responsibility over in 2008? 2 A. Yes. 3 Q. At the time you became the senior vice 4 president of news and operations, who was the 5 general manager of WPIX? 6 A. Betty Ellen Berlamino. 7 Q. And who is currently the general 8 manager? 9 A. Eric Meyrowitz. 10 Q. Do you know when Ms. Berlamino left the 11 employment of WPIX? 12 A. It was the end of 2010. 13 Q. And why did she leave, if you know? 14 A. It was a separation agreement between 15 Betty Ellen and the company. 16 Q. Did she leave voluntarily or was she 17 asked to leave? 18 A. I don't know the details. 19 Q. Were you involved in discussions that 20 led to her separation? 21 A. Yes. 22 Q. And what were the details surrounding 23 her separation, why did she leave? 24 A. It's my understanding that she and my</p>	<p style="text-align: center;">Page 13</p> <p>1 station and her job. 2 Q. And what's your understanding as to why 3 the station did not want her to stay? 4 MR. CERASIA: Objection. You can answer. 5 THE WITNESS: Performance. 6 BY MR. RUBINSTEIN: 7 Q. And what performance issues are you 8 aware of? 9 A. That would be ratings and revenue. 10 Q. Have you ever seen her administration 11 agreement? 12 A. No. 13 Q. Are you aware if Ms. Berlamino made any 14 claims against the station surrounding her 15 termination? 16 A. I'm not aware of anything. 17 Q. I'm sorry, the person who took over is 18 named Eric Meyrowitz? 19 A. Meyrowitz, yes. 20 Q. Meyrowitz. 21 In your position as the senior vice 22 president of news and operations, what oversight 23 do you have over WPIX? 24 And let's deal with 2008. When you came</p>
---	---	---

4 (Pages 10 to 13)

Page 14	Page 16
<p>1 in, what oversight did you have over WPIX?</p> <p>2 MR. CERASIA: Objection, form.</p> <p>3 You can answer.</p> <p>4 THE WITNESS: It's a role of consultant,</p> <p>5 provide ideas, motivation, growth opportunities.</p> <p>6 Ultimately by my boss, held accountable for</p> <p>7 ratings growth and the company as it pertains to</p> <p>8 news.</p> <p>9 BY MR. RUBINSTEIN:</p> <p>10 Q. Who was your boss in 2008?</p> <p>11 A. Ed Wilson.</p> <p>12 Q. And when did Mr. Kersting become your</p> <p>13 boss?</p> <p>14 A. Approximately a year ago.</p> <p>15 Q. And let's deal with 2008 and 2009,</p> <p>16 because that's more of what's important to us</p> <p>17 here.</p> <p>18 Was Mr. Wilson your boss in 2008 and</p> <p>19 2009?</p> <p>20 A. Yes.</p> <p>21 Q. Do you know what his title was in 2008</p> <p>22 and 2009?</p> <p>23 A. I believe he was president of Tribune</p> <p>24 Broadcasting. I don't know things...</p>	<p>1 services over the TV stations for the Tribune?</p> <p>2 A. No.</p> <p>3 Q. So can you explain to me what they do on</p> <p>4 behalf of the Tribune?</p> <p>5 I know you said they were management</p> <p>6 services, can you explain to me what they do?</p> <p>7 A. Separate ownership from Tribune,</p> <p>8 separate finances. There were few roles within</p> <p>9 the company, news, operations, engineering that</p> <p>10 some programming roles that the two groups share</p> <p>11 in an effort to share resources, gain leverage</p> <p>12 and negotiations, share ideas.</p> <p>13 Q. Does Local TV also service other</p> <p>14 broadcasting companies aside from the Tribune,</p> <p>15 or are they just working for the Tribune?</p> <p>16 A. They don't work for the Tribune.</p> <p>17 Q. I'm sorry, do they have a management</p> <p>18 agreement with other companies, or is it just</p> <p>19 solely with the Tribune?</p> <p>20 A. Just with Tribune, as far as I know.</p> <p>21 Q. What did you understand your</p> <p>22 responsibilities to be with respect to WPIX?</p> <p>23 A. At the time that I came to WPIX was to</p> <p>24 get to know the people at the station, evaluate</p>
Page 15	Page 17
<p>1 Q. Was Mr. Wilson the person that you</p> <p>2 directly reported to?</p> <p>3 A. Yes.</p> <p>4 Q. In 2008 and 2009, which office did you</p> <p>5 work out of, what location?</p> <p>6 A. The Tribune Tower.</p> <p>7 Q. In Chicago?</p> <p>8 A. Yes, and I shared an office in Fort</p> <p>9 Wright, Kentucky with Local TV.</p> <p>10 Q. Why did you have an office in Kentucky?</p> <p>11 A. Because of my role with both companies,</p> <p>12 there were occasions that I would work a day or</p> <p>13 so out of their corporate office, and a day or</p> <p>14 so out of his corporate office.</p> <p>15 Q. Is Oak Hill's offices in Kentucky?</p> <p>16 A. It would be Local TV, not Oak Hill.</p> <p>17 Q. That's what I meant.</p> <p>18 Is Local TV's offices in Kentucky?</p> <p>19 A. Yeah.</p> <p>20 Q. What does Local TV do?</p> <p>21 A. They're a television broadcasting</p> <p>22 company, media company.</p> <p>23 Q. And just so I understand how they work</p> <p>24 within the Tribune, do they provide a management</p>	<p>1 the station, and help grow the ratings, which</p> <p>2 would in turn help grow the revenue.</p> <p>3 Q. And that started right away when you</p> <p>4 assumed the position as senior vice president in</p> <p>5 early 2008?</p> <p>6 A. As far as my job description overall,</p> <p>7 yes, but I wasn't spending a lot of time at PIX</p> <p>8 early on.</p> <p>9 Q. Do you recall when you started to spend</p> <p>10 some time at WPIX?</p> <p>11 A. Later in 2008.</p> <p>12 Q. Can you describe for me what you did to</p> <p>13 try to get to know what was going on with</p> <p>14 respect to WPIX?</p> <p>15 What did you start doing to become</p> <p>16 integrated?</p> <p>17 A. I pursued visits. We took tours of the</p> <p>18 station, spent time with Betty Ellen, the</p> <p>19 general manager. Karen was the news director, a</p> <p>20 gentleman named Mike you know as the chief</p> <p>21 engineer.</p> <p>22 Evaluated the on-air product, the</p> <p>23 technical product behind the scenes.</p> <p>24 Q. And let's start from late in 2008 when</p>

Page 18	Page 20
1 you indicated you started to become more 2 involved there. 3 How often would you go to visit WPIX? 4 A. Maybe once every month or two months, 5 probably closer to once every two months. 6 Q. And when you weren't on site, what did 7 you do to keep abreast of what was going on 8 there? 9 A. I have the opportunity to watch their 10 broadcasts, either streaming on line or follow 11 their overnight ratings. 12 Q. How often would you watch the broadcast? 13 A. Not regularly. I would say once every 14 month or so you would check it and look at some 15 of the product. 16 Q. And would that be all the broadcast that 17 WPIX was doing? 18 A. No. 19 Q. Would you watch all the shows they were 20 broadcasting? 21 A. No. 22 Q. So what would you watch approximately 23 once a month? 24 A. You would take a look at a time period,	1 ratings. 2 Q. Did you receive the overnight ratings on 3 a daily basis? 4 A. Yes. 5 Q. Did you also receive monthly reports? 6 A. Monthly ratings reports, and I would 7 have an opportunity to look at revenue reports 8 as well. 9 Q. And who provided you with those reports? 10 A. Came through the finance off of Tribune 11 Broadcasting. 12 Q. The monthly ratings reports were given 13 to Tribune Broadcasting? 14 A. The ratings reports were overnight, and 15 then sweeps months, or specific months, those 16 would come through a research department within 17 Tribune Broadcasting. 18 Revenue reports I could request, or I 19 would get them occasionally through -- on a 20 monthly or quarterly basis through the finance 21 department of Tribune Broadcast. 22 Q. Was there anyone at WPIX that was 23 sending you regular reports? 24 A. No.
Page 19	Page 21
1 whether it was the morning show or late news. I 2 had the WPIX broadcast in my office here in 3 Chicago. 4 Q. And you had it in 2008 and 2009? 5 A. Yeah. 6 Q. Who, if anyone, was your main point of 7 contact in WPIX in 2008 and 2009? 8 MR. CERASIA: Objection. You can answer. 9 THE WITNESS: Betty Ellen Berlamino. 10 BY MR. RUBINSTEIN: 11 Q. And with what regularity did you 12 communicate with Ms. Berlamino? 13 A. I would say monthly, and then more 14 frequently into 2009. 15 Q. Was there any set meeting or call you 16 had with Ms. Berlamino? 17 A. Not at -- no, not a set scheduled call. 18 Q. Was there any particular reporting that 19 she was required to give you? 20 A. No. 21 Q. Was there any reporting you got on a 22 regular basis from anyone at WPIX? 23 A. Only when I asked for something, and 24 then regular would be overnight television	1 Q. Did you get reports -- strike that. 2 Do you get rating reports from Steve 3 Silver? 4 A. Yes. Occasionally he would put together 5 a breakdown of their numbers, or a -- notes from 6 a specific night and forward them. 7 Q. Did he provide you with monthly rating 8 reports? 9 A. I don't -- I didn't get them regularly I 10 don't believe. 11 Q. Did you ever request them from him? 12 A. I did. 13 Q. Were you involved in personnel decisions 14 at WPIX? 15 A. Yes. 16 MR. CERASIA: Objection to form. 17 THE WITNESS: Yes. 18 BY MR. RUBINSTEIN: 19 Q. On all levels? 20 A. No. 21 Q. On what level would you be involved with 22 personnel decisions? 23 A. In respect to news and operations. 24 Q. And with respect to news and operations,

6 (Pages 18 to 21)

Page 25

1 Q. Let's deal with 208.
2 MR. CERASIA: Objection, form...
3 THE WITNESS: In 2008, in respect to this
4 E-mail or in general?
5 BY MR. RUBINSTEIN:
6 Q. In general with WPIX?
7 A. More as a consultant to help and provide
8 leadership or guidance in recruiting opinions.
9 Q. If Ms. Berlamino wanted to hire or fire
10 a department head, did she need your approval?
11 A. No.
12 Q. And so looking at the first page of this
13 E-mail chain, if you will turn to it, there's an
14 E-mail from Ms. Berlamino to you on November 20
15 in the middle of the page, and the middle of
16 that E-mail, there's a paragraph that reads we
17 spoke to Brian Applegate for the morning job,
18 and he turned us down, but maybe night is
19 better.
20 I just need to get with an HR person on
21 this because there's nothing in Tim's file. I
22 really can't point to anything that he's doing
23 wrong, and we'll need to come up with an exit
24 package, because we have no, open quote, real

7 (Pages 22 to 25)

24 Seven Discovere
(312) 704-0247

	Page 28
<p>1 Ms. Scott as of November of 2008?</p> <p>2 A. Around this time we would have met</p> <p>3 during my visits to the station. I believe</p> <p>4 there would -- we probably would have had some</p> <p>5 newsroom setting meetings, whether they be</p> <p>6 morning meetings or in the afternoon, or with</p> <p>7 the managers.</p> <p>8 We have had one-on-one meetings and</p> <p>9 would have met with Ms. Berlamino, the three of</p> <p>10 us.</p> <p>11 Q. Do you recall any specific meetings with</p> <p>12 Ms. Scott as of November of 2008?</p> <p>13 A. I'm sure we had them, but I couldn't</p> <p>14 recall anything specific.</p> <p>15 Q. Do you recall the first time you met</p> <p>16 Ms. Scott?</p> <p>17 A. Yes.</p> <p>18 Q. And do you recall when that was?</p> <p>19 A. I couldn't tell you the date, no.</p> <p>20 Q. With what frequency did you communicate</p> <p>21 with Ms. Scott?</p> <p>22 MR. CERASIA: Objection. As to what time</p> <p>23 period?</p> <p>24 BY MR. RUBINSTEIN:</p>	
Page 27	Page 29
<p>1 other candidates out there who could focus on</p> <p>2 the morning news and recommend some names.</p> <p>3 Q. Did you have any opinion one way or the</p> <p>4 other in 2008 as to whether Mr. Armstrong should</p> <p>5 be retained?</p> <p>6 A. No.</p> <p>7 Q. Do you recall any discussion with</p> <p>8 Ms. Berlamino about Mr. Armstrong's retention in</p> <p>9 November of 2008?</p> <p>10 A. Yes.</p> <p>11 Q. And what do you recall about those</p> <p>12 discussions?</p> <p>13 A. That Ms. Berlamino and Ms. Scott were</p> <p>14 not satisfied with the ratings, and that they</p> <p>15 were thinking about making a change at that</p> <p>16 point.</p> <p>17 I had watched the morning news and felt</p> <p>18 that there were things that we could do better,</p> <p>19 but at that point, had never met Mr. Armstrong.</p> <p>20 So from my standpoint it was a -- if I</p> <p>21 can help you fill a position if there's an</p> <p>22 opening, let me give you some names or make</p> <p>23 other recommendations.</p> <p>24 Q. What interactions did you have with</p>	<p>1 Q. Let's deal with 2008.</p> <p>2 A. At that time it would have been weekly</p> <p>3 conference calls that we initiated with all the</p> <p>4 news directors and the company.</p> <p>5 Occasional calls to check in with the</p> <p>6 market, and occasional visits.</p> <p>7 Q. Did you have E-mail communications with</p> <p>8 Ms. Scott?</p> <p>9 A. Yes.</p> <p>10 Q. On what base -- on what consistency,</p> <p>11 what frequency?</p> <p>12 A. You know, I couldn't tell you. If</p> <p>13 not -- not -- I wouldn't say on a daily basis.</p> <p>14 Some weeks if there was a specific story or an</p> <p>15 issue more frequently, other times not.</p> <p>16 Q. And what was the general subject matters</p> <p>17 of your E-mails with Ms. Scott?</p> <p>18 A. Ratings, quality of news cast, maybe if</p> <p>19 there was a talent or a management opening,</p> <p>20 something like that.</p> <p>21 (Whereupon, Steven Charlier</p> <p>22 Deposition Exhibit No. 2</p> <p>23 was marked for</p> <p>24 identification.)</p>

8 (Pages 26 to 29)

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<p>1 BY MR. RUBINSTEIN:</p> <p>2 Q. Mr. Charlier, this document is marked 3 Charlier 2 for identification. It is two pages, 4 Bates Numbered WPIX 478 and 479.</p> <p>5 A. Mm-hmm.</p> <p>6 Q. It's a couple of E-mails from June of 7 2009.</p> <p>8 I ask you to take a look at the E-mail 9 that starts on the bottom of the first page from 10 Ms. Berlamino to yourself and Ed Wilson on 11 June 11, 2009, and let me know when you're 12 finished reviewing it.</p> <p>13 A. Okay.</p> <p>14 Q. Do you know what led Ms. Berlamino to 15 send this E-mail to you on June 11?</p> <p>16 A. Yes.</p> <p>17 Q. And what was that?</p> <p>18 A. Likely a discussion about a research 19 project that we had just -- I believe it was 20 already back from the field at that point, and 21 several conversations about improving ratings on 22 both the morning and the late news at PIX.</p> <p>23 Q. What research project are you referring 24 to?</p>	<p>1 our major markets.</p> <p>2 We had asked PIX to put together a plan 3 for staffing eliminations, expense reductions. 4 And it appears, I believe, those were some of 5 the people who were terminated early on, some 6 may have been as a result of the staff 7 protections, others may have been a result of 8 changes in talent.</p> <p>9 And her concern was that through those 10 reductions we had terminated enough members of 11 the staff that were over 40 that she was 12 concerned that there might be a fear of some 13 litigation if we were perceived to have been 14 laying off people that were at a protected 15 class, 40 plus.</p> <p>16 Q. And the people that you list here, and 17 there's one, two, three, four -- six people.</p> <p>18 Were these people either laid off or job 19 eliminated because of expense reductions?</p> <p>20 A. Some I believe were.</p> <p>21 Q. So let's just go through them, because I 22 have got many.</p> <p>23 What was your understanding with regard 24 to Glen Thompson?</p>
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<p>1 A. It was a quantitative study, overall 2 station news study about viewer attitudes toward 3 their content, as well as quantitative 4 information on our current talent at the 5 station.</p> <p>6 Q. And on the second page in particular 7 Ms. Berlamino refers to certain layoffs or job 8 eliminations over the past year, and she 9 indicates, I think five or six people and their 10 ages. Do you see that?</p> <p>11 A. I do.</p> <p>12 Q. Did you have any discussions with her 13 about the layoffs and job eliminations she's 14 referring to?</p> <p>15 A. Yes.</p> <p>16 MR. CERASIA: Objection, but --</p> <p>17 BY MR. RUBINSTEIN:</p> <p>18 Q. And what, if any, discussion did you 19 have with Ms. Berlamino about the ages of the 20 people who were being laid off or job 21 eliminated?</p> <p>22 A. We were -- it was -- as part of the 23 recession, and as Tribune was in bankruptcy, we 24 went through a series of expense reductions in</p>	

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	<p>1 it took a producer, a live truck operator, a 2 photographer and Mr. Huff, so it was fairly 3 expensive to do the feature live shots. And it 4 wasn't necessarily, in our belief, or at least 5 my belief, and I think Betty Ellen shared this 6 and Karen at the time, that it wasn't the 7 biggest ratings drive for the morning news. 8 So it was a combination I guess of 9 circumstances.</p> <p>10 Q. And what about Ms. Murphy, what was the 11 situation with her?</p> <p>12 A. Mary Murphy?</p> <p>13 Q. Yes.</p> <p>14 A. She had a contract that was coming up, 15 had been a weekend anchor. I don't recall at 16 that point if she was still anchoring or not, a 17 contract that was coming up, and I believe there 18 was a discussion going on as to whether she 19 would remain an anchor, or she would go back to 20 a peer reporting role at the station.</p> <p>21 Q. And it indicates at least in this E-mail 22 she was downgraded, do you know what she was 23 downgraded from?</p> <p>24 A. I believe she was the weekend anchor at</p>
Page 35	Page 37
<p>1 discussed possibly eliminating from a staff 2 production standpoint.</p> <p>3 Q. As of June 2009, do you know if she was 4 still employed by WPIX?</p> <p>5 A. I don't recall.</p> <p>6 Q. What about Mr. Tyler, what was the 7 situation with her?</p> <p>8 A. I don't recall who Vanessa Tyler was, 9 you would have to remind me if she was a 10 reporter or she was a producer.</p> <p>11 Q. Well, this is -- I am looking for your 12 information and knowledge --</p> <p>13 A. Then I don't recall.</p> <p>14 Q. Okay. And what about Mr. Huff, do you 15 recall what the situation was with Mr. Huff was?</p> <p>16 A. Larry Huff?</p> <p>17 Q. Yeah.</p> <p>18 A. As we were looking at the -- again, the 19 quality of the content, the ratings performance 20 and the expense, we had a discussion during the 21 expense reductions whether it was the best way 22 for us to spend our money to do the feature live 23 shots that might not have been drawing viewers.</p> <p>24 Every time we did a Larry Hoff live shot</p>	<p>1 the time.</p> <p>2 Q. And what was she before that?</p> <p>3 A. I don't know.</p> <p>4 Q. Do you know what Ms. Berlamino's 5 referring to when she says that Ms. Murphy was 6 downgraded?</p> <p>7 A. You're on Page 1?</p> <p>8 Q. No, on the second page, right in the 9 middle there's the --</p> <p>10 A. Salary -- I believe it was a salary 11 reduction.</p> <p>12 Q. Not a position reduction?</p> <p>13 A. I don't recall at the time. I know at 14 one point she was the weekend anchor, and then 15 was moved to a reporter-only position.</p> <p>16 It may have been at that time the 17 position and the salary, but I don't recall.</p> <p>18 Q. Mr. Charlier, in your opinion, what are 19 the factors that are important to generating 20 ratings?</p> <p>21 MR. CERASIA: Objection to form.</p> <p>22 You can answer.</p> <p>23 THE WITNESS: The key factor is relevant 24 content.</p>

10 (Pages 34 to 37)

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1	BY MR. RUBINSTEIN:	
2	Q. That would be the content of the show?	
3	A. Mm-hmm.	
4	Q. I'm sorry, you have to say yes or no.	
5	A. Yes.	
6	Q. What are other key factors?	
7	A. Relevant content, breaking news	
8	coverage, quality of the on-air performers, the	
9	promotion that surrounds the product.	
10	Q. Anything else?	
11	A. There are a long list of little things,	
12	but those are the key factors that were --	
13	there's a -- blocking and tackling which we	
14	would call -- which would be meter strategy,	
15	where you place your commercial breaks,	
16	research, monitoring the Nielsen sample, make	
17	sure we're getting credit for all the meters in	
18	the market, targeting a specific audience	
19	through the content choices we make in an effort	
20	to help grow those specific ratings or	
21	demographics.	
22	Q. What importance, if any, does lead-in	
23	programming have on the news?	
24	A. I would say it's important, but becoming	
	Page 39	Page 41
1	less relevant by the day.	1 And I felt that as a general manager you needed
2	Q. And why is that?	2 to prioritize what her promotional priorities
3	A. Because of computers, BlackBerries,	3 were with the station so that we could create a
4	iPads, our viewers have a lot of ways to find	4 cohesive plan to grow in those priority areas.
5	entertainment programming, so they no longer	5 Q. Do you know who was the head of the
6	appointment view three stations at night, and	6 promotional department?
7	then stick with whatever comes on next.	7 A. John Ziegler.
8	Q. You say it's becoming less relevant.	8 Q. Is he still the head of the promotional
9	How relevant in your opinion was it in 2008?	9 department today?
10	A. Very much declining at that time as	10 A. Yes.
11	compared to what it would have been in the	11 Q. And let's just take the other factors
12	1990s, even more from the 80s, 70s, 60s, et	12 that you mentioned, which was relevant -- one
13	cetera.	13 which was relevant content.
14	Less relevant at that time, but it's	14 What was your opinion as to the relevant
15	always good to have -- a good lead in is a great	15 content for the evening news again from late
16	benefit, but not necessarily to have a	16 2008 through summer of 2009?
17	successful newscast.	17 A. You're talking -- when you say evening
18	Q. And let's deal with the time period that	18 news, you're talking about the 10:00 p.m.
19	you're more involved with WPIX that's relevant	19 newscast?
20	to us, which I would say is late 2008 through	20 Q. Yes, I'm sorry.
21	summer of 2009.	21 A. It could have been much more relevant.
22	Do you recall what the ratings for the	22 Q. And what about with respect to the
23	lead-in programming for the news was in that	23 breaking news coverage?
24	time period?	24 A. -- in my opinion we weren't in the

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<p>1 breaking news game at all.</p> <p>2 Q. And with respect to on-air performance,</p> <p>3 what was your opinion of the on-air performance.</p> <p>4 A. Our talent was under performance -- they</p> <p>5 were very poor.</p> <p>6 Q. And let's flip now to the morning news.</p> <p>7 With respect to the morning news, what was your</p> <p>8 opinion as to the promotional efforts?</p> <p>9 A. Not strong.</p> <p>10 Q. Was it the same as you mentioned --</p> <p>11 A. Probably the same, yeah.</p> <p>12 Q. And with respect to the content and the</p> <p>13 on-air performance, was that the same opinion</p> <p>14 you had of the evening news?</p> <p>15 A. Slightly better in the morning than the</p> <p>16 evening.</p> <p>17 Q. In what way?</p> <p>18 A. I think our talent was stronger, and we</p> <p>19 were a little more creative in how we produced</p> <p>20 the content in the morning than in the late</p> <p>21 news.</p> <p>22 Q. And with respect to -- strike that.</p> <p>23 Was that a factor with respect to the</p> <p>24 morning news?</p>	<p>1 A. Very little.</p> <p>2 Q. And what, if anything, did Mr. Ziegler</p> <p>3 have to do with lead-in programming?</p> <p>4 A. He could have an effect through</p> <p>5 promotion.</p> <p>6 Q. And with respect to the promotions, who,</p> <p>7 if anyone, did you discussed promotional efforts</p> <p>8 with at WPIX?</p> <p>9 A. Betty Ellen, Karen and John.</p> <p>10 Q. What, if anything, did Karen have to do</p> <p>11 with the promotional efforts?</p> <p>12 A. Karen and I had spoke about increasing</p> <p>13 promotion for news, and I had also spoke with</p> <p>14 Karen about building a better relationship with</p> <p>15 John Ziegler. It didn't seem like the creative</p> <p>16 department and the news department were talking</p> <p>17 as much as I would like.</p> <p>18 And then I was also critical of Karen</p> <p>19 and her department about providing better</p> <p>20 content for the creative department to promote.</p> <p>21 So it's a give and take, they both have to...</p> <p>22 Q. Was there a cause associated with</p> <p>23 promotional efforts?</p> <p>24 A. Yes, off air.</p>
	Page 45
	<p>1 Q. I'm sorry?</p> <p>2 A. Off-air promotion there is.</p> <p>3 Q. Do you know who was responsible for</p> <p>4 allocating funds for off-air professional</p> <p>5 efforts at WPIX?</p> <p>6 A. I believe it would have been Betty Ellen</p> <p>7 Berlamino.</p> <p>8 Q. Did you ever have any discussion with</p> <p>9 her about the amount of funds allocated for</p> <p>10 off-air promotional efforts?</p> <p>11 A. Not a lot at that time. We were mostly</p> <p>12 concerned with the content and whether it was</p> <p>13 ready to promote.</p> <p>14 There were some discussions about what</p> <p>15 the budget -- during budget time what we were</p> <p>16 allocating for specific periods in the plan, and</p> <p>17 whether we would need to increase those.</p> <p>18 But as we described, there was a process</p> <p>19 that we wanted to like our content better before</p> <p>20 we promoted it stronger.</p> <p>21 And I had expressed on a couple of</p> <p>22 occasions that I felt maybe we were wasting some</p> <p>23 of our money on the promotion in the field</p> <p>24 through bus boards, and specific promotions that</p>

12 (Pages 42 to 45)

Page 46	Page 48
<p>1 I had seen. We were putting billboards up in 2 the lobby of the building that I didn't think 3 were effective.</p> <p>4 I felt there were times that money was 5 better saved for a later date when we improved 6 our content and had something to -- better to 7 promote.</p> <p>8 Q. Did you ever review any operating plans 9 with respect to the dollars spent on promotional 10 efforts?</p> <p>11 A. I would have seen them during the plan 12 review for the year coming, and we may have had 13 a conversation at a time whether there were 14 dollars available in the future to promote a 15 specific initiative or talent.</p> <p>16 Q. Do you recall any conversations about 17 the dollar spent on promotional efforts after 18 reviewing an operating plan?</p> <p>19 MR. CERASIA: Objection, form. 20 You can answer.</p> <p>21 THE WITNESS: Not specific, no.</p> <p>22 BY MR. RUBINSTEIN:</p> <p>23 Q. In other words, did you ever review an 24 operating plan, see the line item for promotion</p>	<p>1 Ms. Berlamino to hold off on promoting specific 2 people or initiatives until we had made final 3 decisions on the talent promotion, not knowing 4 what talent would be with us in the future with 5 the contracts up, and based upon the research 6 results we had, I was encouraging the station to 7 make more drastic changes in the content, and 8 hold off on promotion until we liked the content 9 better.</p> <p>10 Q. Do you know what she's referring to when 11 she says HMH promos?</p> <p>12 A. I don't.</p> <p>13 Q. Is that a Help Me Howard?</p> <p>14 A. Yes, thank you.</p> <p>15 Q. And she indicates, at least her thought 16 is to buy regional cable and promote to certain 17 areas and ZIP codes. Did you agree with that 18 suggestion?</p> <p>19 A. At the time we -- the research told us 20 that Mr. G and Howard Thompson were probably the 21 two stronger things we had to promote.</p> <p>22 I wasn't in agreement with buying the 23 regional promotion, specifically. But we had a 24 discussion that those were two safe things we</p>
	Page 49
	<p>1 could promote based upon the research that we 2 knew were positives we would be moving forward 3 with.</p> <p>4 Q. As of the date of this E-mail, which was 5 June 11, 2009, had you had any discussions with 6 Ms. Berlamino about Karen Scott's job status?</p> <p>7 A. Yes.</p> <p>8 Q. And what do you recall having discussed 9 with Ms. Berlamino as of the date of this 10 E-mail?</p> <p>11 A. By the date of this E-mail, I was 12 spending more time at PIX evaluating the 13 product. The ratings were declining, the 14 current management of Tribune, my boss and Ed 15 Wilson and Randy Michaels had discussed with me 16 that they weren't happy with the product that 17 they had seen.</p> <p>18 In my visits, I was growing impatient 19 with what I was learning -- you know, was going 20 on behind the scenes in the news and the 21 operational side.</p> <p>22 We had had trouble making the expense 23 reductions and finding a way to find expense 24 reductions, and I played a part in helping carry</p>

13 (Pages 46 to 49)

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1 that out. And there were, at this point, 2 probably I would say a handful of conversations 3 about if Karen was the right person for the job 4 to handle this and move the station forward. 5 Q. And when is the first time you recall 6 having that discussion with Ms. Berlamino about 7 whether Ms. Scott was the right person? 8 A. I couldn't tell you an exact date, but I 9 would say -- I would say midway through. I 10 would say early to midway through 2009. 11 Q. When did you first start thinking about 12 whether Karen was the right person? 13 A. On my first trip to the station. 14 Q. And what is your initial opinion of 15 Ms. Scott? 16 A. Could you be more specific? 17 Q. I mean, it's your opinion. I can't be 18 more specific. 19 A. An opinion on what? 20 Q. What was your first impression as to 21 Ms. Scott's competence to be the news director? 22 A. I found a newsroom that was in 23 disrepair, and that's what struck me first. As 24 I walked into the newsroom, there was a lot of	1 Q. And did there come a time when that 2 opinion changed? 3 A. Yes. 4 Q. And when was that? 5 A. Shortly before her termination in a 6 meeting that I had with Betty Ellen. 7 Q. Do you recall when that was, and 8 we'll -- we're going to agree that the 9 termination came on August 26, 2009 if that 10 helps -- 11 A. It was likely in July, I couldn't tell 12 you a specific date, but it was likely in July. 13 Q. Do you keep any calendar or other 14 documents that would reflect -- we'll get there 15 in a second. 16 What happened in July with respect to 17 Ms. Berlamino's opinion changing regarding Karen 18 Scott? 19 A. I had spent more time at the station, we 20 conducted research, we had gone through expense 21 reductions, the ratings were still declining. 22 I had been documenting more of the 23 things I saw. I had been spending a lot more 24 time with Betty Ellen at Wilson and Randy
Page 51	Page 53
1 garbage, it was in disarray. 2 That, to me, is a first sign that we 3 probably could do better at the station. As I 4 watched the on air, I saw what I call TV 101, 5 things that we weren't accomplishing, whether it 6 was a meter strategy promotion, and our topical 7 promotion, what we were doing, the stories we 8 were choosing to promote communications with 9 other departments and those things concerned me, 10 those were early on. 11 Q. And did you communicate your opinions to 12 Ms. Berlamino? 13 A. Yes. 14 Q. And what, if anything did she say to 15 you? 16 A. At the -- early on she was defensive. 17 Q. Defensive about the station or defensive 18 about Karen in particular? 19 A. Both. 20 Q. And let's deal with Karen in particular. 21 What, if anything, did she say to you 22 about Karen? 23 A. She felt Karen was the right person for 24 the job.	1 Michaels discussing our lack of growth in New 2 York compared to how we were growing some of the 3 other stations. 4 And I had asked for a meeting with Betty 5 Ellen to discuss the changes that I felt we 6 needed to make. 7 And at that point I became more 8 assertive as to what Karen's future role would 9 be, and expressing that I didn't think she was 10 the person to take the product forward to make 11 the changes we needed to make to build the 12 station up and grow the ratings, the revenue. 13 Q. And what did Ms. Berlamino say to you? 14 A. She told me at that time she felt I was 15 right. 16 Q. And you're not sure when in July this 17 was, early, late, mid? 18 A. No. 19 Q. Any documents you have or calendars you 20 have that would reflect when that conversation 21 took place? 22 A. I likely have an Outlook calendar that 23 could tell me if I was visiting the station, 24 what my visit dates were.

14 (Pages 50 to 53)

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<p>1 Q. This was an in-person meeting with 2 Ms. Berlamino? 3 A. Yes. 4 Q. Can you tell me about the conversation 5 after Ms. Berlamino indicated to you that you 6 were right about Ms. Scott? 7 A. She told me that she had been thinking 8 about the discussions that we had had prior. 9 She went back and had reviewed some of her notes 10 over the past few years and decided that maybe 11 it was time that she not hold on so tight and 12 that we try and find somebody else who could 13 come in with some ideas to maybe adapt to some 14 of the things that we were talking about in our 15 discussions and the recommendations that I was 16 making or Ed Wilson or Randy Michaels from a 17 company standpoint. 18 Q. Can you discuss the timing of 19 Ms. Scott's termination? 20 A. Yes. 21 Q. And what was discussed about the timing? 22 A. I had asked her to circle around with 23 Myrna Ramirez and let Myrna work from an HR 24 standpoint to determine the best way to handle</p>	<p>1 A. I told her that -- you know, depending 2 on how much she had documented and coached Karen 3 in the past, my gut told me that it probably 4 wasn't a situation that we could save through a 5 performance improvement plan. 6 And that my recommendation would be to 7 meet with Myrna Ramirez to better determine 8 that, whether we had met the obligations in 9 training and helping Karen perform better. 10 Q. To your understanding, what was a 11 performance improvement plan? 12 A. Documenting the goals for improvement at 13 the station, and holding a person accountable 14 for either meeting those goals or departure if 15 they couldn't achieve them. 16 Q. As of the date of that meeting with 17 Ms. Berlamino, had you ever reviewed Ms. Scott's 18 personnel file? 19 A. Yeah. 20 Q. As of the date of that meeting, had you 21 ever looked at any E-mails, memos or other 22 evaluations with respect to Ms. Scott's 23 performance? 24 A. I received E-mails from Betty Ellen</p>
Page 55	Page 57
<p>1 whatever we decided moving forward at that time. 2 Q. Did Ms. Berlamino indicate during that 3 meeting that it would take place sooner rather 4 than later? 5 A. The meeting with Karen Scott? 6 Q. Right. Or let me just get it straight. 7 At that meeting you discussed with 8 Ms. Berlamino -- you discussed the termination, 9 correct? 10 A. Yes. 11 Q. And Ms. Berlamino indicated that she 12 should be terminated, correct? 13 A. Yes. 14 Q. Okay. Did -- at that point, did you and 15 Ms. Berlamino discuss when it was going to 16 happen, that week, the next week, the next 17 month? 18 A. No, at that point she asked me if 19 instead of termination we should consider a 20 performance improvement plan to see if there 21 wasn't a way that we could salvage the 22 situation, and coach Karen up to maybe be able 23 to take the step forward. 24 Q. And what did you say?</p>	<p>1 about ratings, performance, issues that we had 2 at the -- in our newscast that we're referring 3 back to the management and -- you know, in 4 general, Karen's leadership in the newsroom. 5 Whether we were progressing the product 6 forward, a lot of E-mails over time about 7 ratings performance. If she saw a bad number in 8 the morning, she would occasionally fire off an 9 E-mail. 10 Q. And let's just deal with Ms. Scott's 11 performance in particular, aside from obviously 12 the ratings. 13 What, if any, issues did Ms. Berlamino 14 raise with you regarding Ms. Scott's 15 performance? 16 A. Specifically it would be failure to make 17 changes to improve the ratings. 18 Q. Any examples? 19 A. Specific examples I couldn't recall at 20 this time. You know, in general it would be as 21 we watch ratings decline, it would be a 22 dissatisfaction with the content. 23 At some point Betty Allen had admitted 24 and had come around to some of my criticisms</p>

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1 that we were kind of doing the same thing, I had 2 been doing the same show for multiple years and 3 hadn't really evolved. 4 She admitted, I believe in conversation, 5 down the road, then as I explained to her 6 specific meter strategies and promotional 7 strategies that we weren't executing. 8 And as I spent more time with Betty 9 Ellen teaching her about what I saw and taking 10 notes, she seemed to, I guess learn a little bit 11 more of the process and how she would 12 have valued Karen's performance as well, I 13 think.	1 for me, because to promote the product, we've 2 got to make sure they have good content and a 3 good relationship to work together. 4 We had discussed moving the web 5 department down and making them more active in 6 the newsroom. 7 We had discussed being more aggressive 8 on breaking news. I think we had some 9 improvement on that over the few months, but 10 still were lacking in general where I thought we 11 needed to be in the station. 12 There were several discussions on 13 cleaning up the newsroom for my initial visit. 14 Those fell on engineering -- the engineering 15 department as well as Karen and her employees 16 making a better work environment.
14 Q. Were there any suggestions you made to 15 improve the ratings on the new shows that were 16 not implemented by Karen? 17 A. Yes. 18 Q. And what were they? 19 A. We -- after a repeat of visits, we still 20 had problems hitting specific meter strategies 21 to where you go to commercial breaks. 22 We hadn't made a decision on the sports 23 department yet, we're still hanging out there. 24 I had made a recommendation that we move	17 There were labor issues, a part of labor 18 negotiations that we discovered that Karen 19 wasn't as well versed in her own labor contracts 20 and following the rules of the contract. 21 Those got better over time as we 22 renegotiated contracts and educated Karen on 23 what was there, but they were still not followed 24 to the T.
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1 on from Kaity Tong after we had seen research. 2 I know that was something that both Betty Allen 3 and Karen did not agree with and didn't carry 4 out. 5 There was to be a meeting with Kaity 6 over a contract extension. It became a -- kind 7 of a contentious subject after research that we 8 were going to extend Kaity for months and see if 9 we can help improve her status as an anchor. 10 And Karen was to have met with Kaity and 11 sat down in detailed specific performance issues 12 with her so she could either improve her work on 13 the desk, or we could do a lot at the end of the 14 six months. 15 I don't believe that was carried out, 16 and that was a fairly large issue that we talked 17 about quite a bit as it pertained to a long-time 18 anchor in the market. 19 That could have -- if we handled it 20 poorly, it could hurt the ratings of the station 21 and be litigious if we didn't handle it the 22 right way. 23 Improving the relationship with the 24 creative services department I thought was key	

Page 62	Page 64
<p>1 Q. Okay. With respect to Kaity Tong, was 2 Karen in favor of her removal, or did she want 3 to keep Ms. Tong?</p> <p>4 A. I don't believe she was in favor of it.</p> <p>5 Q. Of what?</p> <p>6 A. She was not in favor of her removal.</p> <p>7 Q. Is Mr. Tong still employed with WPIX?</p> <p>8 A. Yes.</p> <p>9 Q. And with regard to hitting meter 10 strategies what, if anything, did you suggest to 11 Karen that she did not implement?</p> <p>12 A. I believe there were discussions where 13 we laid out the meter strategies at times on a 14 piece of paper. We discussed it on news 15 director calls with the entire group.</p> <p>16 But still, coming back to the market you 17 would watch the show and find out that we were 18 going into commercial breaks when we should have 19 been coming out and on air at that point to get 20 the best benefit to Nielsen meters.</p> <p>21 Q. And with respect to the sports 22 department that we mentioned before with regard 23 to Sal Marciano, or eliminating the sports 24 department?</p>	<p>1 Q. And the other thing you mentioned was 2 the budgetary cuts for the newsroom?</p> <p>3 A. Mm-hmm.</p> <p>4 Q. In what way did Ms. Scott not implement 5 what you had suggested?</p> <p>6 A. I -- as we originally came in to our 7 larger markets and asked the markets to make a 8 specific dollar amount of cuts or come back to 9 us with a suggestion, I had a hard time in our 10 news department with Karen coming up with 11 specific cuts.</p> <p>12 And at one point, I had weighed in and 13 made recommendations of cuts that were objected 14 to that we felt were easily obtainable without 15 affecting the content.</p> <p>16 In most of our markets, the general 17 manager, or the news director, or the creative 18 service director, or engineering manager 19 depending on the department, would come back 20 with their recommendations, but we didn't really 21 get many recommendations from the news 22 department or the managers at PIX.</p> <p>23 Q. Okay. Let's go back now to the meeting 24 that you had with Ms. Berlamino in July.</p>
	Page 65
	<p>1 With respect to Mr. Scott's job status, 2 what resulted from that meeting with 3 Ms. Berlamino?</p> <p>4 A. Can you be more specific?</p> <p>5 Q. Was there any decision reached at the 6 meeting with Ms. Berlamino with respect to 7 Ms. Scott's job status?</p> <p>8 A. The -- what I left -- that she would 9 either be terminated, or possibly put on a 10 performance improvement plan, though I told 11 Ms. Berlamino that I didn't think that was the 12 right way to go at this point.</p> <p>13 Q. And what was the next communication you 14 had with Ms. Berlamino about Ms. Scott's job 15 status after that meeting?</p> <p>16 A. I believe it was a -- probably a phone 17 call that said that she had spoken with Myrna 18 Ramirez. They had reviewed the documentation 19 and the circumstances and decided to go ahead 20 with the termination, and she was informing me 21 when she would meet with Karen and discussed 22 that with her.</p> <p>23 Q. How long after your in-person meeting 24 did that call take place?</p>

Page 66	Page 68
<p>1 A. It might have been a week, I don't 2 recall specifically. 3 Q. Do you recall if it was a short time 4 period after the meeting, or a longer time 5 period? 6 A. I'm guessing a week. 7 Q. Did you have any E-mail communications 8 with Ms. Berlamino about Ms. Scott's 9 termination? 10 A. I don't believe so. 11 Q. What about with Ms. Ramirez, did you 12 have any E-mail communication with her about 13 Ms. Scott's communication? 14 A. Not E-mail. 15 Q. I'm sorry? 16 A. Not E-mail, no. 17 Q. Prior to your meeting with Ms. Berlamino 18 in July, had you ever had any discussions with 19 Ms. Scott about her job security? 20 MR. CERASIA: Objection to form. 21 You can answer. 22 THE WITNESS: I think as it got in 2009 and 23 the ratings were declining Ms. Scott felt a 24 little less secure about her job security.</p>	<p>1 forward. 2 BY MR. RUBINSTEIN: 3 Q. I'm sorry if my question wasn't clear. 4 A. That's okay. 5 Q. My question was: Did you personally 6 have any discussion with Karen Scott about her 7 job status? 8 A. No, meaning whether I was going to 9 terminate her, or whether Betty Ellen was going 10 it terminate her? 11 Q. No. Just about her job status in 12 general. You talking to Ms. Scott about her job 13 status with the company. 14 MR. CERASIA: Objection to form. 15 You can answer. 16 THE WITNESS: Conversations that we needed 17 to improve the ratings, and that more changes 18 would be coming, and there was tremendous 19 pressure from Randy Michaels to improve the 20 product. 21 BY MR. RUBINSTEIN: 22 Q. And you had those conversations with 23 Ms. Scott? 24 A. Yes.</p>
<p>1 There were more people from the corporate 2 standpoint, myself, an engineering chief who was 3 spending more time at the station, Randy 4 Michaels had been a little more vocal about the 5 content we had on air to Ms. Berlamino. 6 And I believe Ms. Berlamino was also 7 sending more E-mails to Ms. Scott about the 8 ratings and the quality of the programming. 9 And we had had discussions at that 10 point about whether Betty Ellen was 11 micromanaging or pushing Karen to achieve, or -- 12 you know, how we would improve, and what -- how 13 Ms. Scott would play into that. 14 BY MR. RUBINSTEIN: 15 Q. Okay. I think my question was: Did you 16 personally have any discussions with Ms. Scott 17 about her job status prior to your July meeting 18 with Ms. Berlamino? 19 MR. CERASIA: Objection to form. 20 You can answer. 21 THE WITNESS: What I just told you would 22 have been conversations that tied to that. It 23 was Karen Scott trying to determine how she 24 stood with Betty Ellen in the new process moving</p>	<p>1 Q. Orally or through E-mail? 2 A. Orally. 3 Q. When? 4 A. It would have been leading up in the 5 spring and summer of July, probably as we got 6 closer to the July date. 7 Q. Did you have any conversations with 8 Ms. Scott, specifically with respect to the fact 9 that if things didn't change or improve she was 10 going to be fired? 11 A. I would never say that. 12 Q. Did you have any conversations with 13 Ms. Scott that discussed whether or not she was 14 going to continue in her position as news 15 director? 16 A. I don't think we had anything that 17 specific, no. 18 Q. Anything in general that mentioned her 19 continuing employment with WPIX? 20 A. I believe that Ms. Scott was concerned 21 for her employment due to Ms. Berlamino's 22 actions, and because of the changes that the 23 company was requesting, and because of the 24 downturn in the ratings.</p>
	18 (Pages 66 to 69)

<p style="text-align: center;">Page 74</p> <p>1 that I took to the station, and then a follow 2 up. So the first notes would have been the 3 original bullet points in dark, the parenthesis 4 would have been updated after another visit, 5 that would have likely come either a few weeks 6 later. And the first list would have been 7 something I believe that Ed, Karen, Betty Ellen 8 and myself would have all seen the parenthesis 9 were likely an update for Mr. Wilson.</p> <p>10 Q. And do you know how long after the 11 initial bullet points were created that 12 parentheticals went into the document?</p> <p>13 A. I believe it was likely less than a 14 month, three to four weeks. It might have gone 15 into June.</p> <p>16 But these were, at that point I was 17 doing more frequent visits. And so we were -- 18 the point of this E-mail was to create an action 19 plan and hit a time line so that we could make 20 more progress moving forward.</p> <p>21 It was felt by myself and Ed, and 22 Mr. Michaels that we just weren't moving forward 23 or making changes at the station. We were 24 holding on to doing the same thing we were</p>	<p style="text-align: center;">Page 75</p> <p>1 doing, and the ratings were continuing to 2 decline.</p> <p>3 Q. It references on the second bullet point 4 that Will Surratt was fired as the 10:00 p.m. 5 executive producer, do you see that?</p> <p>6 A. Mm-hmm.</p> <p>7 Q. I'm sorry, is that a yes or no?</p> <p>8 A. Yes.</p> <p>9 Q. Do you know who found Will Surratt?</p> <p>10 A. I believe that Karen and Betty Ellen 11 presented him to me, and that they had both 12 known him as being a previous producer and 13 executive producer within the company.</p> <p>14 Q. Did you meet with Mr. Surratt before he 15 was hired?</p> <p>16 A. I did.</p> <p>17 Q. Were you in favor of his hiring?</p> <p>18 A. I was.</p> <p>19 Q. Is he still employed by WPIX?</p> <p>20 A. Yes.</p> <p>21 Q. What's his current position?</p> <p>22 A. He is an executive producer.</p> <p>23 Q. For the 10:00 p.m. --</p> <p>24 A. Assigned to the late news, yes.</p>	<p style="text-align: center;">Page 77</p> <p>1 a need to turn the ratings around and move the 2 product forward.</p> <p>3 Q. But specifically with respect to if such 4 and such didn't happen, you're going to be 5 fired, did you ever have that kind of discussion 6 with her?</p> <p>7 A. No, my discussion -- were to gain the 8 confidence of myself and Mr. Michaels and 9 Mr. Wilson, and more than anything, 10 Ms. Berlamino.</p> <p>11 Q. If Ms. Berlamino was not in favor of 12 terminating Ms. Scott, could you have overruled 13 her?</p> <p>14 MR. CERASIA: Objection to form.</p> <p>15 THE WITNESS: Could you state that again?</p> <p>16 BY MR. RUBINSTEIN:</p> <p>17 Q. Sure, I will rephrase the question. 18 If Ms. Berlamino had told you in your 19 July meeting that she did not want to fire 20 Ms. Scott, did you have the authority to still 21 go forward with Mr. Scott's termination?</p> <p>22 A. By that point, yes. In the end it's --</p> <p>23 yes, yes.</p> <p>24 Q. In the end what?</p>
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20 (Pages 74 to 77)

Page 78	Page 80
<p>1 A. In the end it's a general manager's 2 station. But at that point due to the crisis 3 and the issues we were having with the declining 4 ratings, I had been asked to take more 5 responsibility and a bigger lead, and was asked 6 to give -- spend more time there.</p> <p>7 And we were having discussions with 8 Ms. Berlamino about making changes. If she 9 wasn't -- whether she was in favor or not. But 10 it was the company's television station, and we 11 were going to need to change the operations of 12 that station, whether she was on board with all 13 of them or not.</p> <p>14 Q. And just so I have it clear, in that 15 July meeting, did Ms. Berlamino tell you that 16 she's in favor of terminating Ms. Scott?</p> <p>17 MR. CERASIA: Objection, asked and answered. 18 You can answer.</p> <p>19 THE WITNESS: We talked about that earlier 20 that I had again made a recommendation to 21 terminate Ms. Scott. And at that point she 22 decided, yes, that I was right, and that she was 23 ready to -- I believe her term was she was done 24 fighting me on that conversation.</p>	<p>1 conversation and look at some of the notes and 2 the documentation that Betty Ellen had. 3 And she understood my concern for the 4 station and the pressure to move forward. And I 5 had told her that I would take her advice on the 6 direction we were going and the best way to 7 achieve it.</p> <p>8 Q. And did you have any follow-up 9 discussions with Ms. Ramirez after that initial 10 discussion?</p> <p>11 A. I can't recall a specific discussion. I 12 remember I was notified by either Betty Ellen or 13 Ms. Ramirez that we decided to go ahead with the 14 termination, that there was a date. 15 But I don't remember if that came from 16 Ms. Ramirez specifically at a later date, or if 17 it was from Betty Ellen.</p> <p>18 Q. After Ms. Berlamino told you that the 19 termination was going to go ahead, what, if any 20 further discussions did you have with her about 21 the termination.</p> <p>22 A. Nothing.</p> <p>23 Q. What, if any, discussions did you have 24 with Ms. Scott about her termination?</p>
Page 79	
<p>1 She had been adamant in the past that 2 they felt they could fix things as is and leave 3 the station as is.</p> <p>4 BY MR. RUBINSTEIN:</p> <p>5 Q. After that meeting, did you have any 6 discussion with Ms. Ramirez about Ms. Scott's 7 termination?</p> <p>8 A. Yes.</p> <p>9 Q. And tell me what you said to her, and 10 what she said to you.</p> <p>11 A. Her -- remember coming back to Chicago 12 and meeting with Ms. Ramirez, I don't remember 13 if it was that week or the next week, our 14 offices are next to each other.</p> <p>15 And I stopped by to give her an update 16 on my conversation with Betty Ellen, and to see 17 if Betty Ellen had reached out to Ms. Ramirez as 18 I had requested to begin seeing if we had the 19 grounds to terminate Ms. Scott and to have that 20 discussion.</p> <p>21 Q. And what did Ms. Ramirez say to you?</p> <p>22 A. She told me that she -- I don't 23 remember, she had an initial conversation with 24 Betty Ellen, but was planning to have a further</p>	

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1 All the stations that have Nielsen
2 meters placed in homes versus diary-only
3 markets, I don't have overnight viewing for
4 those.

5 For New York you would get the overnight
6 LPM meter ratings, plus a break out of demo
7 sheets as well, adults 25 to 54, 18 to 49, and
8 what's the third one?

9 Q. Can't help you there.

10 A. Sorry, I look at them every day, I can't
11 remember how they break them out. But those
12 were the key. I would usually look at the
13 households, and the adults 25 to 54, and the 18
14 to 49.

15 Q. And you would get this on a daily basis
16 or just when you ask for it?

17 A. No, I get it on a daily basis.

18 Q. Now, I see Eric Meyrowitz is in the
19 distribution list. As of November 2008, what
20 position did he hold?

21 A. He was a general manager at WDCW,
22 Tribune's station in Washington D.C.

23 Q. That's the same -- Eric Meyrowitz is now
24 the general manager of WPIX?

23 (Pages 86 to 89)

Page 98	Page 100
1 decision made that she should be retained?	1 MR. CERASIA: Objection to form.
2 A. Because she was a new manager, and I	2 You can answer.
3 remember there were discussions that we felt we	3 THE WITNESS: When the position was opened
4 owed it to her to try and train her and teach	4 up, and we began looking at candidates. He
5 her how to be a better manager, and that we had	5 threw his head into the ring and asked if I
6 just made the hire at that point.	6 would consider him.
7 Q. Who decided to retain her?	7 BY MR. RUBINSTEIN:
8 A. Ultimately that would be Karen and Betty	8 Q. Did he first get in touch with you, or
9 Ellen's decision.	9 you get in touch with him?
10 Q. Do you recall ever having a discussion	10 A. He reached out to me.
11 with Betty Ellen where she told you that she	11 Q. How did he know about the position?
12 wanted to let her go?	12 A. It was a public posting, and it was --
13 A. I had a discussion where she told me	13 both companies knew the openings, and that we
14 that she had given Amy kind of a last and final	14 did news director calls and shared content.
15 warning at that point.	15 So we would tell people in the news
16 Q. Who replaced Ms. Scott as news director	16 director calls if there was an opening out
17 of WPIX?	17 there.
18 A. A guy named Bill Carey.	18 Q. Were you in favor of hiring Mr. Carey as
19 Q. Had you known Mr. Carey prior to	19 news director?
20 Ms. Scott's termination?	20 A. I was.
21 A. Yes.	21 Q. Was Betty Ellen?
22 Q. And where did you know him from?	22 A. Not originally. In the end she agreed
23 A. Through Local TV, LLC.	23 to hire him and came around on it.
24 Q. How did you come to know him through	24 Q. Who did Betty Ellen want to hire?
Page 99	
1 Local TV?	
2 A. I was introduced to him and received --	
3 actually, I was introduced via E-mail from one	
4 or two people who reached out to me that	
5 recommended that I meet him.	
6 It probably would have been sometime in	
7 2008, early -- year -- probably later in 2008	
8 that I should meet him, that he was looking for	
9 work, and that if I had a news director job	
10 open, I might consider hiring him.	
11 So I had reached out on a trip and can't	
12 remember where we first met. We talked by phone	
13 a couple of times.	
14 Q. That was in 2008?	
15 A. It would have been sometime, I'm	
16 guessing, in -- yeah, it would have had to have	
17 been in 2008, mid-to early 2008.	
18 Q. Was he employed at the time?	
19 A. He -- I don't know. I don't believe he	
20 was actively working in a station, but he may	
21 have been employed at the time.	
22 Q. And at what point did you consider	
23 Mr. Carey for the position as news director of	
24 WPIX?	

1 bankruptcy of the Tribune?

2 A. I don't believe so. There were raises
3 that were not given. But from a resource, sheer
4 number of bodies or people or priority, no.

5 Q. When you were discussing earlier efforts
6 made to reduce expenses, were any of those
7 efforts made as a result of the bankruptcy?

8 A. I would say they were mostly made as a
9 result of the recession, and the fact that we
10 were close to not being profitable at the
11 station any longer.

12 Q. I'm sorry.

13 A. We were --

14 Q. The last part.

15 A. Our revenue was declining specifically,
16 and the concern was that station would not
17 remain profitable with the recession. That was
18 the bigger impact more than what bankruptcy was.

19 Q. Mr. Charlier, did you review any
20 documents to prepare for your deposition today?

21 A. Yes.

22 Q. What did you review?

23 A. A folder full of E-mails pertaining to
24 the case, similar to what you've shown me today.

EXHIBIT G

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK
CASE NO.: 10 CV 4622

KAREN SCOTT,

Plaintiff,

vs.

WPIX, INC.,

Defendant.

/

VIDEOTAPED DEPOSITION OF MYRNA RAMIREZ

TAKEN BY: Attorney for Plaintiff

DATE: Tuesday, March 22, 2011

TIME: Commencing 9:07 a.m.

PLACE: Holland & Knight
100 North Tampa Street
Suite 4100
Tampa, Florida 33602
(813) 227-8500

REPORTED BY: Dawn Neukomm, RPR
Registered Professional Reporter
State of Florida at Large

1 Tribune prior to coming here today --
 2 A. No.
 3 Q. -- about Ms. Scott's case?
 4 A. No.
 5 Q. Did you speak or meet with anybody at WPIX
 6 about your deposition here today?
 7 A. No.
 8 Q. Are you currently employed?
 9 A. No.
 10 Q. And what was the last form of employment you
 11 held?
 12 A. I was the vice president of human resources
 13 Tribune Broadcasting.
 14 Q. And for what period of time did you hold that
 15 position?
 16 A. That position from 19 -- 1991 through June
 17 2010.
 18 Q. And where did you work, in what location?
 19 A. In Chicago.
 20 Q. And why did you leave the Tribune in June of
 21 2010?
 22 A. My position was eliminated.
 23 Q. As vice president of human resources, who did
 24 you report to?
 25 A. I reported to -- I had a dual reporting

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1 Q. When Ms. Scott was employed by WPIX, what, if
 2 any, role or involvement did you have with the
 3 employees at WPIX?
 4 A. It's probably best to explain what my role --
 5 I guess explain how my role played out within the
 6 broadcasting group --
 7 Q. Sure.
 8 A. -- and how that related to the WPIX. As the
 9 group office VP of HR, I was responsible for the
 10 overall HR function within the broadcasting group, you
 11 know, and ensuring -- and I was the liaison between
 12 corporate and broadcasting and the broadcasting to the
 13 TV stations. I was kind of the point person for the
 14 local HR professionals as well as the general managers
 15 for more complex matters in helping to do -- and that
 16 job analyses, job descriptions, and overall employee
 17 relation matters, the more complicated senior level
 18 type employee relation matters, you know, issues that
 19 could not be resolved locally, I basically was the
 20 go-to person just to provide -- it was more providing
 21 guidance within the HR realm more than anything else.
 22 Q. So when, for example, would you get involved
 23 in personnel matters for WPIX?
 24 A. When they would call me. If they needed my
 25 advice or assistance, that's when I would get involved.

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13
 1 attention regarding Karen Scott?
 2 MR. CERASIA: Objection to form. You can
 3 answer.
 4 THE WITNESS: Prior to -- let's see. Let me
 5 think.
 6 BY MR. RUBINSTEIN:
 7 Q. And just to set a time frame for you,
 8 Ms. Scott was terminated at the end of August of 2009.
 9 A. Okay. So any time in the year '09 is your
 10 question?
 11 Q. Prior to 2009 --
 12 A. Prior to 2009.
 13 Q. -- had anything ever been brought to your
 14 attention regarding Karen Scott?
 15 A. Yes.
 16 Q. And can you tell me what.
 17 A. What I recall the most basically is in terms
 18 of the Tribune was looking at restructuring -- they had
 19 had a different vision of what the news was going to
 20 be. And, you know, they were looking at all -- how to
 21 restructure, how to introduce new concepts, things they
 22 wanted done particularly at the PIX and the
 23 conversations that had occurred and what was going on
 24 within the newsroom at PIX, whether the vision was
 25 being implemented or not, were things getting done the

14
 1 way they -- when I say they, I'm talking corporate
 2 senior management -- wanted, changes made, staff
 3 reduced, the lack of not getting a staff analysis quick
 4 enough in their -- in their eyes. That was the crux of
 5 what was discussed. And then I know there was a
 6 situation with Kaity when Kaity was -- contracts
 7 expiring in terms of conversations that Karen may or
 8 may not have had with Kaity.
 9 Q. Okay. Let's deal specifically with mentions
 10 of Karen Scott. When you talk about corporate senior
 11 management wanting changes, what in particular do you
 12 recall being mentioned about Karen Scott?
 13 A. What I was recall was more the lack of -- let
 14 me -- the difficulty of making decisions in terms of
 15 who was going to be possibly eliminated as they looked
 16 at -- at the news, at the news department overall, the
 17 concern about accepting or understanding the vision. I
 18 can't explain to you what their vision exactly was for
 19 the news. But not understanding how the Internet
 20 played with the new news. I say new news, but that
 21 probably doesn't sound right, but in terms of how the
 22 Internet had a much stronger role, anything with the
 23 Web. It wasn't just on air anymore is how all those
 24 things came together. And what I heard was that Karen
 25 was having a hard time grasping how all of that fit

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1 a whole lot of information except what I know from my
 2 interactions over the years, you know, with them. But
 3 specifically, I mean, it was more related to what their
 4 mission was in changing the news and how news was being
 5 brought to the viewer.

6 Q. How did this discussion Mr. Charlier arise?

7 A. Our offices were next door to each other.
 8 You know, sometimes he would just pop in and say I'm
 9 heading to New York, and I still don't have the PNLs.
 10 I don't still have the analysis. I would say, well,
 11 ask for it.

12 Q. And you mentioned that this was a
 13 conversation about the 12 or 13 news departments. Were
 14 those news departments underneath Tribune across the
 15 country?

16 A. Yeah. All of the group office had, if you,
 17 except for myself, the local -- the local individuals
 18 had kind of dotted lines to each of us. So the news
 19 directors kind of had a dotted line, you know, in to
 20 Steve. Although they reported to their general
 21 managers, there was a dotted line to Steve as the -- as
 22 a senior vice president of news.

23 Q. So the discussion that you're talking about
 24 involved Steve's vision for the entire Tribune news
 25 broadcasting?

1 A. Uh-huh.
 2 Q. I'm sorry. You have to say yes.
 3 A. I'm sorry. Yes.
 4 Q. Okay. And just in particular, with respect
 5 to Karen, do you recall any specific discussion about
 6 Karen?

7 MR. CERASIA: Objection to form. You can
 8 answer.

9 THE WITNESS: There were -- I mean he was
 10 concerned. Let me just say it -- they were -- it was
 11 pop into my office. It wasn't like there were formal
 12 meetings to talk about -- to talk about Karen. Those
 13 meetings needed to happen at the local -- at the local
 14 level. You know, more so just the ratings aren't --
 15 aren't getting better. But a lot of it really was more
 16 around I still need that staff analysis. I still want
 17 to -- we still need to look at how do we change that
 18 news -- that newscast. You know, how do we bring in
 19 more viewers. I'm not getting that. And I'd always
 20 say, well, ask for it. You know, do you know anything
 21 about this? I said I don't know anything about
 22 individual porters or individual -- her interactions.
 23 I don't -- I can't speak to that. I'm not there
 24 day-to-day. She doesn't report to me.

25 BY MR. RUBINSTEIN:

1 Q. And to the best of your recollection, when
 2 did these conversations begin?

3 A. You know what, probably '09, '09.

4 Q. And do you recall any communications with
 5 Mr. Charlier about this through E-mail?

6 A. I may have sent an E-mail if he sent --
 7 possibly. I don't -- I don't remember sending him
 8 anything. Could -- could I have? Yeah, maybe I did.
 9 I don't -- but I don't remember right now.

10 Q. What about him sending you E-mails about
 11 these issues? Do you recall any E-mails -- receiving
 12 any E-mails from Mr. Charlier about these issues?

13 A. He may have sent something to me, and I may
 14 have responded. Right now I don't -- it's been so
 15 long, I don't remember exactly.

16 Q. What was Mr. Charlier's position?

17 A. He was senior vice president of news.

18 Q. And to the best of your understanding, what
 19 did that encompass?

20 A. He was responsible for the overall news
 21 operation within the TV stations, ensuring, that, you
 22 know, they were implementing whatever their strategic
 23 plans were for news and the vision that they had in
 24 mind in changing the news, increasing their ratings,
 25 doing things differently. I used to hear that a lot,

1 you know. And to do things differently, I don't know
 2 exactly what all that meant, but that was his
 3 responsibility.

4 Q. Aside from these discussions with
 5 Mr. Charlier, was there ever an occasion that Karen's
 6 performance or conduct came to your attention?

7 MR. CERASIA: Objection to form. You can
 8 answer.

9 THE WITNESS: Yes, he was concerned.

10 BY MR. RUBINSTEIN:

11 Q. Let me just stop you there. I said aside
 12 from the conversations with Mr. Charlier --

13 A. Oh, I'm sorry.

14 Q. -- was there ever an occasion where Karen's
 15 performance came to your attention?

16 MR. CERASIA: The same objection. You can
 17 answer.

18 THE WITNESS: Yes. Betty Ellen and I did
 19 have a conversation.

20 BY MR. RUBINSTEIN:

21 Q. And do you recall when that was?

22 A. Maybe in the summer, July, June, July. I
 23 can't pinpoint the exact date.

24 Q. Of what year?

25 A. '09.

1 look at your staff. You know, are we operating in the
 2 right -- in the right format. Do we have the right --
 3 do we have the right people. That used to come up a
 4 lot in terms of do we have the right people in the
 5 right positions. So --

6 Q. What was the necessity for job eliminations
 7 in 2009?

8 MR. CERASIA: Objection to form.

9 THE WITNESS: When you -- when you say
 10 necessity, you know, certainly, you know, you're
 11 talking about the need to eliminate individual's
 12 positions more so -- and I think it was twofold for
 13 Tribune, and -- and I think one was looking for a means
 14 to save some dollars, if you will. But in addition to
 15 that, because they were trying to restructure and also
 16 expand and change the news, not just news, creative
 17 services and other areas, you know, some of those jobs
 18 would be needed to be able to expand, you know, the
 19 news as -- as well. Did that make sense?

20 BY MR. RUBINSTEIN:

21 Q. And when you -- you mentioned a staffing
 22 analysis. Was that a formal analysis or just an
 23 informal look at who was in what positions?

24 A. It was my understanding that what -- what --
 25 what the various departments were asked to do was to

1 look at their -- to layout their staff, to look at
 2 their organizational charts because everyone had been
 3 asked to submit charts as well. And I kept a book of
 4 the various charts of all the different departments.
 5 So I probably would say initially it was looking --
 6 look at your organizational charts and, you know,
 7 determine do you have the right structure within your
 8 department.

9 Now, once you get into an actual analyses,
 10 then that means basically laying out every -- every
 11 category within that department. And since we're
 12 talking about news, obviously more so to news. You
 13 know, all of your reporters, all of your writers, all
 14 of your producers, all of your management. You know,
 15 management was included to a certain extent in that,
 16 you know, as well, your engineers, your photographers,
 17 looking at all of them by category because when you're
 18 making a decision to eliminate -- eliminate a position,
 19 you have to make sure that you're also as you -- that
 20 you're making the right decision in terms of the job
 21 that you're going to eliminate, but that you also are
 22 not causing any type of adverse impact, you know, among
 23 women or ethnicity or age. So that was a much more
 24 detailed analysis.

25 We have to actually lay it out and look at

1 THE WITNESS: Probably August and July,
 2 beginning of August.

3 BY MR. RUBINSTEIN:

4 Q. I'm sorry. End of?

5 A. July '09, beginning of August.

6 Q. And how did you become aware?

7 A. Concerns -- once again, Steve would pop into
 8 my office every so often -- that -- that Steve had,
 9 that I knew he was having conversations with
 10 Betty Ellen. I was not involved directly in those
 11 conversations, but I was aware that those conversations
 12 were occurring.

13 Q. How were you aware that those conversations
 14 were occurring?

15 A. Steve would fill me in sometimes.

16 Q. When's the first time Mr. Charlier told you
 17 that those conversations were occurring?

18 A. You know, I really don't remember. It could
 19 have been once again related to July or -- or August.

20 Q. And do you recall specifically what -- what
 21 Mr. Charlier told you?

22 A. I do remember him saying he wasn't sure if --
 23 if Karen was the person to lead the newsroom to the
 24 next -- to the next level -- I can't define for you
 25 what he meant by next level -- more or less is what he

1 THE WITNESS: No, I don't remember exactly.
 2 It may have been in August of '09.

3 BY MR. RUBINSTEIN:

4 Q. Do you recall if it was before or after you
 5 spoke to Mr. Charlier?

6 A. I don't remember. You know, it may have been
 7 after. I think I had more conversations with Steve
 8 than -- than with Betty Ellen.

9 Q. Was it Steve that brought to your attention
 10 that Ms. Scott was going to be terminated or was it
 11 Ms. Berlamino?

12 A. Steve did -- did make a mention I think we
 13 need to make a change. The pressure was on. I mean --
 14 and what I mean by that is every general manager was
 15 really being pressured, you know, across -- across the
 16 company. I know the -- the news director at KTLA in
 17 Los Angeles was -- was let go. I know that probably at
 18 that time or prior to that, the Dallas news director
 19 was also let go. So I mean the pressure was really on
 20 to change the news, the news operation overall. So
 21 general managers were really under a lot of pressure,
 22 you know, to make the changes based on the vision that
 23 the new owners had for -- for the newsroom.

24 Q. Well, specifically with respect to Ms. Scott,
 25 who told you that she was going to be terminated?

1 THE VIDEOGRAPHER: We are now on the record
 2 at 10:37 a.m.
 3 BY MR. RUBINSTEIN:
 4 Q. Ms. Ramirez, when were you told about the
 5 potential that Ms. Scott may be terminated?
 6 A. Probably in August '09.
 7 Q. And who communicated that to you?
 8 A. I'm trying to think. It was Steve or
 9 Betty Ellen. Maybe Betty Ellen. I don't --
 10 Q. Do you recall how that was communicated to
 11 you, either on the phone --
 12 A. Maybe it was Betty Ellen in terms of the
 13 possibility that there would be a termination, I
 14 think. And of course my question basically was what
 15 are the grounds? I mean what are the reasons why.
 16 Q. And what was the response?
 17 A. Ratings, performance.
 18 Q. And was this a phone conversation, in-person
 19 meeting or by E-mail; do you recall?
 20 A. Phone. I want to say phone.
 21 Q. Do you have any documents or records to
 22 reflect when you had this conversation with
 23 Ms. Berlamino?
 24 A. (No audible response.)
 25 Q. I'm sorry. You have to say yes or no.

1 A. No. I'm sorry, no.
 2 Q. Okay. And after this conversation with
 3 Ms. Berlamino, what happened next with respect to
 4 Ms. Scott?
 5 A. I remember telling Betty Ellen I needed to
 6 look at -- if a termination I was possibility, I needed
 7 to see documentation in terms of what -- what were the
 8 reasons, you know, for -- for the termination.
 9 Q. Did you ask to see Ms. Scott's personnel
 10 file?
 11 A. No, I didn't.
 12 Q. Did you ask to see her assessment plans?
 13 A. Did I look at them? I don't remember.
 14 Q. At the time of this conversation with
 15 Ms. Berlamino, had you seen anything in writing with
 16 respect to Ms. Scott's job performance?
 17 A. When I had told Betty Ellen, this is my
 18 recollection, to the best of my knowledge, that I
 19 needed to see documentation. Of course I wanted a
 20 summary. I said, you know what, go back, look at all
 21 your records, whatever you've documented and tell me so
 22 I can concretely say it's viable or it's not. She did
 23 send me a summary of the various conversations that she
 24 had -- that she had had.
 25 Q. How long after your conversation with

1 been given a warning about her job security?
 2 MR. CERASIA: Objection to the form.
 3 THE WITNESS: I don't remember exactly. I
 4 may have said, you know, once again, have you had any
 5 conversations with her, you know, regarding her
 6 performance. I don't remember talking about a warning
 7 per se.
 8 BY MR. RUBINSTEIN:
 9 Q. Did you discuss with Ms. Berlamino placing
 10 Ms. Scott on a performance improvement plan?
 11 A. She -- yeah, we did after she sent me the
 12 summary.
 13 Q. Had Ms. Scott ever been placed on a
 14 performance improvement plan as of that time?
 15 A. A formal improvement plan, not that I'm aware
 16 of.
 17 Q. Are you familiar with something called a
 18 performance improvement plan?
 19 A. Yes.
 20 Q. And to your understanding, what was that?
 21 A. A performance improvement plan is basically
 22 the -- an outline of what the expectations are of an
 23 employee during a certain period of time. The whole
 24 goal is to help them improve their performance. That's
 25 it.

1 Q. To the best of your knowledge, as of August
 2 2009, had Ms. Scott ever been placed on a performance
 3 plan or been given a performance improvement plan?
 4 A. Not that I'm aware of.
 5 Q. You indicated that you discussed this after
 6 Ms. Berlamino gave you the summary?
 7 A. Yes.
 8 Q. And what was discussed?
 9 A. In terms of whether -- when it came to senior
 10 level managers, director levels and above, and I don't
 11 want to say typically, but a conversation could occur
 12 that I would say, well, at that level, do you provide a
 13 performance improvement plan or excuse me the
 14 expression of offence to anybody in the room or do you
 15 have a come to Jesus meeting with the person. You
 16 know, you're a senior level manager, so you should be
 17 able to converse and have a clear understanding of what
 18 expectations are. You may not always go through a
 19 performance improvement plan.
 20 Q. With respect to Ms. Scott, what specifically
 21 did you discuss with Ms. Berlamino about either a
 22 performance improvement plan or a come to Jesus
 23 meeting?
 24 A. What specifically did I discuss with her? I
 25 think her question to me is should we or shouldn't we.

1 Should it be a performance improvement plan or should
 2 it be a conversation with her, a come to Jesus
 3 meeting. And then I said, well, if you've had these
 4 conversations -- I seem to remember, if you've had
 5 these conversations over the course of several months,
 6 several years, whatever the case may be, it shouldn't
 7 be a surprise to the individual that there are some
 8 performance issues and that, you know, if you've had
 9 those consistent conversations, you know, with -- with
 10 that employee.

11 And I seem to remember telling her, well, if
 12 you don't think -- if the decision basically is to
 13 make -- to make a change and you feel that she's not
 14 going to lead -- she's not the leader for that newsroom
 15 looking at what the vision is moving forward, why put
 16 her through that pain. Why put her through a
 17 performance improvement plan when you know that
 18 basically management and senior management feels she's
 19 not the leader for that newsroom.

20 Q. Just so we're on the same page, when you say
 21 a come to Jesus meeting, is that a meeting where you're
 22 fired or where you're told if you don't improve, you're
 23 going to be fired?

24 A. You're told if you don't improve, you're
 25 going to be fired, fired or probably your job is in

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1 it on the facts that are presented to me -- had several
 2 conversations about how things were going within the
 3 newsroom and how the ratings kept dropping. You know,
 4 time and time over the year they just kept dropping and
 5 dropping, that they had those types of conversations,
 6 that she -- that she told her she needed things to
 7 improve, time is running out, that because pressure --
 8 once again, going back to a lot of pressure, new owners
 9 wanted a lot of change, and she had conversations in
 10 terms of what was expected to turn that newsroom
 11 around. I don't know if they were number three or four
 12 in the market when they had been second in the market.

13 Q. But specifically with respect to a come to
 14 Jesus meeting, what did Ms. Berlamilino tell you about
 15 whether or not she had had that kind of meeting with
 16 Ms. Scott prior to August of 2009?

17 A. We didn't have a specific conversation about
 18 a meeting that she may have had. It was more a general
 19 looking at that summary that she had presented to me of
 20 the type of conversation she had had with Karen.

21 Q. Okay. We're going to get in a little more
 22 detail on this meeting in a couple of minutes. But I
 23 just want to iron down a date for you so we can kind of
 24 set time parameters.

25 A. Uh-huh.

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1 questions were. Typically if I find something is vague
 2 and I don't understand it, I'll ask. But I don't
 3 remember what I asked her.

4 Q. Aside from the summary, did you request any
 5 documents with respect to Ms. Scott?

6 A. Not that I recall.

7 Q. Did you request to see anything that was in
 8 her personnel file?

9 A. Not that I recall.

10 Q. And after reviewing this summary, did you
 11 request any of the documents that Ms. Berlamilino
 12 referred to in the summary?

13 A. No.

14 Q. Why not?

15 A. I don't know.

16 Q. Okay. Why were you involved in those
 17 discussions rather than Ms. Maye?

18 A. Once again, when it comes to a senior level
 19 manager, a business unit, director levels and above,
 20 typically the general manager would call me, you know,
 21 for -- for assistance.

22 Q. And in this instance, did Ms. Berlamilino ask
 23 you to get involved or was it Mr. Charlier?

24 A. It could have been both. I mean I don't -- I
 25 don't know exactly. I'm trying to think who placed the

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1 age?

2 A. When I ask for data, and what I mean by that
 3 is when I look at -- it's part of the analysis. You
 4 look at gender, race, ethnicity. That's part of it.

5 Q. Well, you knew Ms. Scott was approximately 60
 6 years old?

7 A. Uh-huh.

8 Q. Correct?

9 A. Uh-huh.

10 Q. I'm sorry. You have to say yes or no.

11 A. Yes. I'm sorry.

12 Q. And did you have any discussions with anyone
 13 at Tribune or WPIX about Ms. Scott's termination as
 14 concerned her age?

15 MR. CERASIA: Objection to form. You can
 16 answer.

17 THE WITNESS: In-house counsel.

18 BY MR. RUBINSIEIN:

19 Q. Did you have any discussions with Betty Ellen
 20 about Ms. Scott's age when discussing her termination?

21 A. Yeah. I may have said -- because I look at
 22 the -- look at the data that I'm provided, you know,
 23 she's over 60 or she's over 40. Let me rephrase that.
 24 And I always did that with everyone, looking at -- that
 25 would be leaving possibly the company, that whether

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1 they were over 40 or not.
 2 Q. And tell me about the conversation that you
 3 had.
 4 A. I don't remember the conversation. You know,
 5 once again, it's looking at, you know, is there going
 6 to be an adverse impact, and whether it's gender, race,
 7 age, it all falls into that category. So, you know,
 8 once again, PIX, the station overall had a lot of
 9 longevity, and many of the employees were over age 40.
 10 How would that be perceived?
 11 Q. Prior to Ms. Scott's termination, had you
 12 ever been involved in discussions with Betty Ellen
 13 about the ages of people that were being terminated at
 14 WPIX?
 15 MR. CERASIA: Objection.
 16 THE WITNESS: Yes.
 17 BY MR. RUBINSTEIN:
 18 Q. And can you recall when that occurred?
 19 A. You know, I -- I remember around the time
 20 that it probably was in the summer or something. And
 21 once again, it goes to, you know, looking at --
 22 Kaity Tong keeps coming to mind because I know that
 23 there was concerns about Kaity and looking at all of
 24 the contracts and whose contract was going to be
 25 renewed, who was not going to be renewed, and why

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1 keeping Kaity or in favor of letting Kaity go?
 2 A. My recollection, I know Karen was struggling,
 3 you know, with it in terms of what -- she was trying to
 4 do the right thing. And what I mean by that is once
 5 again corporate had a vision, Steve had a vision,
 6 wanted some changes made. And I think Karen was trying
 7 to do her best to try to make the decision -- the best
 8 decision as possible.
 9 So I think -- I can't speak exactly how she
 10 felt, but I think she was struggling with it like any
 11 department head would struggle when they're told you
 12 need to make a change or you need to turn this around.
 13 You know, she's not attracting the right audience,
 14 whatever that may mean. Once again, I wasn't privy to
 15 the conversations between Karen, Steve, and
 16 Betty Ellen. But my assumption would be she was under
 17 a lot of pressure as well to turn things around.
 18 Q. And what discussions do you recall with
 19 respect to Ms. Tong's age?
 20 MR. CERASIA: Objection to form.
 21 THE WITNESS: I don't remember.
 22 BY MR. RUBINSTEIN:
 23 Q. Well, again, correct me if I'm wrong, I
 24 thought you had indicated this E-mail, Ramirez 2, came
 25 about because of issues involving Kaity Tong, so I'm

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1 Q. Do you recall if you had a conversation with
 2 Karen sometime prior to June 18, 2009 about the ages of
 3 the employees being eliminated, terminated or demoted
 4 at WPIX?
 5 A. Not that I recall until -- not that I recall.
 6 Q. Ms. Ramirez, were you present when Ms. Scott
 7 was terminated?
 8 A. Yes, I was.
 9 Q. And who else was present --
 10 A. Betty Ellen.
 11 Q. -- aside from obviously Ms. Scott?
 12 A. Betty Ellen.
 13 Q. And did you make a special trip to New York
 14 to be there when Ms. Scott was terminated?
 15 A. Yes.
 16 Q. Why is that?
 17 A. Because I was to be in the termination
 18 meeting. I was asked to be in the termination meeting.
 19 Q. Who asked you to?
 20 A. In-house counsel.
 21 Q. Was Ms. Maye at the meeting?
 22 A. No.
 23 Q. Was she asked to be at the meeting?
 24 A. No.
 25 Q. Do you know why she was not at the meeting?

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1 A. They were peers.
 2 Q. Did you prepare anything in advance of the
 3 meeting?
 4 MR. CERASIA: Objection to form. You can
 5 answer.
 6 THE WITNESS: Yes.
 7 BY MR. RUBINSTEIN:
 8 Q. And what did you prepare?
 9 A. I helped put the script together for
 10 Betty Ellen.
 11 Q. And why was a script necessary?
 12 A. Well, in situations like these, which can be
 13 very emotional, very trying for both individuals,
 14 particularly if there's been a long working
 15 relationship between the manager and the employee,
 16 in-house counsel has always advised us and we've
 17 advised the managers to keep it short. Best to follow
 18 a script, you know, to ensure that things aren't said
 19 that will be regretted -- may be regretted later.
 20 Some employees are very upset. I've been in
 21 meetings where employees start crying and screaming.
 22 And we try to keep it just very short and still trying
 23 to be -- make sure that the person is being treated
 24 with dignity and not put through any undue -- undue
 25 stress even though those are stressful situations. So

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1 said they would work that -- I think Betty Ellen told
 2 her we'll work that out. We'll work through that and
 3 what the departure date would possibly be. I know she
 4 was concerned because she was going on -- on vacation
 5 or going away for the weekend to Martha's Vineyard.
 6 So she was very concerned what was going to be said to
 7 the -- to the newsroom.

8 Q. How many times did you say to Karen during
 9 the meeting that she should talk to a lawyer?

10 A. You know what? Two or three times probably
 11 at the beginning -- at the beginning of the
 12 conversation explaining that I'm not a lawyer by no
 13 means, you know, that -- and that's part of our -- when
 14 I say our, human resources, in-house counsel in how we
 15 handle reviewing separation agreements with the
 16 person. And then probably if --

17 THE WITNESS: And I don't remember the
 18 questions you asked me, Karen. I -- I don't remember
 19 if they were questions. As I said, I know that you
 20 were numb. And at the end because the -- the agreement
 21 itself at the end once again repeats that, you know,
 22 you should seek outside -- outside counsel. So I may
 23 have said that at the end of the conversation as well.

24 Now, if the individual asks me questions and
 25 what I was getting at in between and that's really a

1 to be used and things of that nature?

2 A. I'll be honest, I don't remember. He sent
 3 out a lot of memos, but I don't -- I don't remember.

4 Q. After Ms. Scott was terminated, did you have
 5 any discussions with her? Aside from the day that you
 6 met with her, after that date, did you have any further
 7 discussions with Ms. Scott?

8 A. Yeah, it was a very emotional conversation.
 9 Karen called me from vacation very upset because
 10 somehow in some form, her pending departure had
 11 leaked. So she called me.

12 THE WITNESS: I think you were in
 13 Martha's Vineyard. Very upset, and which I could
 14 totally understand that.

15 BY MR. RUBINSTEIN:

16 Q. And what did she say, and what did you say?

17 A. Once again, I can't remember exactly what was
 18 said. I know she told me about I'm getting phone calls
 19 from the newsroom from people asking about my
 20 departure. And I probably said, oh, shit. Excuse the
 21 expression. No offense to anyone. Because we had
 22 guaranteed Karen -- when I say we, Betty Ellen and I
 23 had guaranteed that nothing would be said until she and
 24 Betty Ellen agreed in terms of what was going to be
 25 said. And she returned from vacation. And she

1 returned from vacation.

2 Q. And tell me, you know, on that conversation
 3 with Karen, what Karen said and what you told her.

4 A. Well, she told me that, and my response to
 5 her was like, oh, my God, how's that possible. Let
 6 me -- let me handle it. Let me call Betty Ellen. Let
 7 me find out, you know, what -- what happened. But --
 8 and I think I may have said, too, that --

9 THE WITNESS: I think I said this to you.
 10 They probably know nothing. Employees speculate. They
 11 may have seen me in the building, again, because I was
 12 trying to be as inconspicuous as possible. And so they
 13 may have seen me in the building, and someone just
 14 started drawing conclusions and -- but they know --
 15 they really know nothing. But people will speculate, I
 16 said, so that could have happened. I don't know. But
 17 let me -- let me get to the bottom of it.

18 BY MR. RUBINSTEIN:

19 Q. And aside from that conversation, did you
 20 have any further conversations with Ms. Scott after she
 21 was terminated?

22 A. Not that I remember.

23 THE WITNESS: I don't know if I called you
 24 back. I don't -- I don't remember if I called her
 25 back. I know I did talk to Betty Ellen and said, oh,

1 Q. Did you ever have any conversations with
 2 Jean Maye about the fact that -- strike that.

3 Did you ever have -- did you ever have any
 4 conversations with Jean Maye about the ages of
 5 employees at WPIX that were being terminated or
 6 eliminated or had their jobs modified?

7 MR. CERASIA: Objection.

8 THE WITNESS: You know, Mr. Rubinstein, I
 9 remember related once again to the staffing analysis
 10 that Steve was asking for that -- and I don't know if I
 11 told Jean. I can't remember. But once again, part of
 12 that analysis is laying out the entire newsroom. If
 13 you're doing a staff analysis for potential position
 14 eliminations, you know, you lay out your organizational
 15 chart, and you take a look at all the individuals, you
 16 know, without their names necessarily but their titles
 17 and their hire dates and their birth dates, their
 18 gender, their ethnicity, any performance issues to help
 19 make an informed decision.

20 BY MR. RUBINSTEIN:

21 Q. Did Jean Maye ever say to you in sum or in
 22 substance that WPIX had a pattern of terminating older
 23 employees?

24 A. Not that I -- that I remember.

25 Q. Did anyone ever say that to you?

1 Q. And you never had any discussions with anyone
2 about the pattern of terminating or modifying the jobs
3 of older employees at WPIX?

4 MR. CERASIA: Objection. You can answer.

5 THE WITNESS: Can I answer?

6 MR. CERASIA: You can, yeah.

7 THE WITNESS: Repeat that for me.

8 BY MR. RUBINSTEIN:

9 Q. Sure. Did you ever have any discussion with
10 anyone about the pattern of WPIX in terminating or
11 modifying the jobs of older employees in 2008 and 2009?

12 MR. CERASIA: Objection. You can answer.

13 THE WITNESS: I don't want to say it's a
14 pattern. You know, once again, it's a -- it's staff
15 that had a pretty large percentage of people over the
16 age of 40 whose jobs either were going to be eliminated
17 or whose jobs are going to be modified. I wouldn't say
18 it was a pattern. Was it a concern, a concern.

19 MR. RUBINSTEIN: Thank you, Ms. Ramirez. I
20 have no further questions at this time.

21 THE WITNESS: Okay. Thank you.

22 MR. RUBINSTEIN: You're free.

23 THE VIDEOGRAPHER: We are now off the video
24 record at 12:29 p.m.

25 (Deposition concluded at 12:29 p.m.)